

# MORTGAGE RECORD T

## SKAMANIA COUNTY, WASHINGTON

Trustee, shall execute and deliver, or cause to be executed and delivered, to the Company proper waivers, consents and proxies for or in connection with the voting of such shares of stock by the Company or its nominee or nominees.

The Company shall not, however, use or vote or permit to be used or voted such shares of stock for any purpose consistent with the provisions hereof or to authorize, approve, assent to or permit the issue of any additional shares of stock of a subsidiary company (whether on an increase, classification or reclassification of shares of stock of such subsidiary company or otherwise <sup>howsoever</sup> ~~how/ever~~) unless effective provisions be simultaneously made that all such additional shares of stock (except directors qualifying shares) be, when issued, forthwith pledged and deposited with and delivered to the Corporate Trustee.

During the continuance of a completed default specified in section 82 hereof, the Corporate Trustee shall have the unrestricted right to vote all shares of stock of a subsidiary company held in pledge by it hereunder.

Section 59. Except during the continuance of a completed default specified in section 82 hereof, the Company may suffer and permit each and every subsidiary company to, possess use and enjoy its property and to receive, use and dispose of the tolls, rents, revenues, issues, earnings, income, product and profits thereof, with power in the ordinary course of business, freely and without let or hinderance on the part of the Trustees hereunder or of the holders of bonds secured hereby, to use, consume and dispose of supplies, and, except as herein otherwise provided, to exercise any and all rights under choses in action contracts, franchises and claims.

Except during the continuance of a completed default specified in Section 82 hereof, the Company may suffer and permit each and every subsidiary company (1) to cancel or make changes or alterations in or substitutions of any or all contracts, choses in action obligations, leases and/or rights of way grants, and (2) to surrender or assent to the modification of any franchise, license, governmental consent or permit under which it may be operating, provided that such surrender or modification is in the opinion of the board of directors of the Company (such opinion to be stated in a resolution to be filed with the Corporate Trustee), desirable in the conduct of the business of such subsidiary company or <sup>of</sup> the company, or provided that in the event of any such surrender or modification such subsidiary company shall still have, under some other franchise, license, governmental consent or permit or under a modified franchise, license, government consent or permit or under a new franchise, license, governmental consent or permit (free from any liens except taxes for the then current year and taxes and assessments or governmental charges not then due, and except prior liens and other liens to which the surrendered franchise, license, governmental consent or permit shall have been subject just prior to such surrender), authority, in the opinion of counsel (to be filed with the Corporate Trustee) to conduct the same or an extended business in the same or substantially the same or an extended territory for the same or substantially the same or an extended or unlimited or indeterminate period of time.

Section 60. The Company covenants that while a subsidiary company shall continue to be a subsidiary company hereunder, (1) it will cause such subsidiary company to keep books of record and account in which full, true and complete entries will be made of all dealings or transactions of or in relation to the plants, properties, business and affairs of such subsidiary company; (2) it will not suffer or permit such subsidiary company to merge or consolidate with any corporation except the Company or another subsidiary company or companies; (3) it will cause such subsidiary company, subject to the provisions of subdivision (2) of this section 60, at all times to maintain its corporate existence and right to carry on business and to procure all renewals and extensions thereof and to use its best efforts