

MORTGAGE RECORD U

SKAMANIA COUNTY, WASHINGTON

shall immediately and without further act be superseded by a corporate Trustee appointed in the manner above provided by the holders of a least a majority in amount of the Bonds then outstanding. Every corporate Trustee appointed under the provisions of this Section 96 shall be a trust company or bank organized under the laws of the State of New York or a national banking association organized under the laws of the United States of America, and under such laws authorized to act as corporate Trustee hereunder, and having a capital, undivided profits and surplus aggregating at least \$1,000,000, if there be such a trust company or bank willing and able to accept the trust on reasonable and customary terms. Any new Trustee appointed hereunder shall execute an instrument accepting such appointment hereunder and shall deliver one counterpart thereof to the Company, one counterpart thereof to the retiring Trustee and one counterpart thereof to the remaining co-Trustee; or in the event that both Trustees shall retire at the same time, each new Trustee shall execute and deliver one counterpart of such instrument of acceptance to the Company, one counterpart thereof to the other new Trustee and one counterpart thereof to each of the retiring Trustees. Upon the execution and delivery of such instrument or instruments of acceptance, such new Trustee or Trustees shall, without any further act, deed or conveyance, become vested with all the estates, properties, rights, powers and trusts of his, its or their predecessor or predecessors in the trust hereunder with like effect as if originally named as Trustee or Trustees herein; but the Trustee or Trustees retiring shall, nevertheless, if and when requested in writing by either the new Trustee or Trustees or the Company, and upon payment of his, its or their lawful charges and disbursements then unpaid, if any, execute and deliver an instrument or instruments conveying and transferring to such new Trustee or Trustees, upon the trusts herein expressed, all the estates, properties, rights, powers and trusts of the Trustee or Trustees so retiring, and shall duly assign, transfer and deliver to the new Trustee or Trustees so appointed in his, its or their place all property and money held by him, it or them hereunder. Should any deed, conveyance or instrument in writing from the Company be required by any new Trustee or Trustees for more fully and certainly vesting in and confirming to him, it or them the said estates, properties, rights, powers and trusts, then any and all such deeds, conveyances and instruments in writing shall, on request of said new Trustee or Trustees, be made, executed, acknowledged and delivered by the Company.

In case the individual Trustee herein named or any of his successors shall die, resign or be removed or otherwise become incapable of acting, all the estates, properties, rights, powers, trusts, duties and obligation of the Trustees hereunder, so far as permitted by law, shall vest in and be exercised by the corporate Trustee without the appointment of any new Trustee as successor to said individual Trustee; and no successor to the individual Trustee shall be appointed, unless such appointment shall be necessary or prudent for the protection of the holders of the Bonds hereby secured, or unless the corporate Trustee or the holders of a majority in amount of the Bonds then outstanding shall deem such appointment expedient for any cause.

SECTION 97. Any corporation into which the corporate Trustee may be merged or with which it may be consolidated or any corporation resulting from any merger or consolidation to which the corporate Trustee shall be a party, or any corporation which shall otherwise become the lawful successor to the assets and business of the corporate Trustee as an entirety or substantially as an entirety, shall be the successor of the corporate Trustee hereunder without the execution or filing of any instrument or any further act on the part of any of the parties hereto, anything herein contained to the contrary notwithstanding,