

to the Applicant Bondholders on or before the fifth business day after receipt by the Corporate Trustee of such written request.

(b) At the written request of the Applicant Bondholders, copies of any form of proxy or other communication furnished by the Applicant Bondholders shall be mailed by the Corporate Trustee to all holders of bonds Outstanding hereunder whose names and addresses appear upon the latest list furnished by the Company pursuant to the provisions of this Section; provided, however, that if the approval of any governmental regulatory body or of any court or the compliance by the Applicant Bondholders with any statute, or with any rule, regulation or order of any such governmental regulatory body or court, is, in the opinion of the Corporate Trustee, requisite for the mailing of such proxy or other communication, the Applicant Bondholders shall establish to the reasonable satisfaction of the Corporate Trustee that such approval has been obtained, or that such statute, rule, regulation or order has been complied with. The Corporate Trustee may rely conclusively upon an Opinion of Counsel (who may be of counsel to the Applicant Bondholders) with respect to the necessity of any such approval or compliance and the sufficiency of any action taken to obtain such approval or so to comply. Thereafter such material shall be mailed with reasonable promptness after receipt by the Corporate Trustee of a tender of the material to be mailed, all envelopes or other containers therefor, all postage, or payment for postage, and reasonable reimbursement to the Corporate Trustee of all expenses to be incurred in connection with such mailing or a surety company bond satisfactory to the Corporate Trustee in an amount sufficient to cover such expense.

SECTION 44. That books of record and account will be kept in which full, true and correct entries will be made of all dealings or transactions of, or in relation to, the plants, properties, business and affairs of the Company, and that all books, records, documents and vouchers relating to the plants, properties, business and affairs of the Company shall at all reasonable times be open to the inspection of such reputable accountant or other agent of recognized standing as the Corporate Trustee may from time to time designate, and that the Company will bear all expenses of any such inspection. The Corporate Trustee shall be under no obligation to cause any such inspection to be made unless requested in writing so to do by the holders of not less than twenty-five per centum (25%) in principal amount of the bonds then Outstanding hereunder and furnished with funds sufficient to pay all costs and expenses incurred or to be incurred by it or in connection with such inspection.

SECTION 45. That it will not issue, or permit to be issued, any bonds hereunder in any manner other than in accordance with the provisions of this Indenture and that it will faithfully observe and perform all the conditions, covenants and requirements of this Indenture and of all indentures supplemental hereto and of the bonds issued hereunder.

SECTION 46. That upon the cancellation and discharge of any Prior Lien securing Prior Lien Bonds it will (unless the Prior Lien Bonds, cash, proceeds and other property mentioned in subdivisions (a) and (b) below are thereupon otherwise disposed of as required by another Prior Lien) cause

(a) any Prior Lien Bonds deposited with and then held by the trustee or other holder of such Prior Lien canceled and discharged, to be canceled and notification thereof to be given to the Corporate Trustee, or, at the option of the Company, to