

in the event of a Completed Default as hereinbefore defined, to exercise any of the remedies given to it under this Indenture or to institute, appear in or defend any suit in respect hereof, unless requested in writing so to do by the holder or holders of not less than twenty-five per centum (25%) in principal amount of the bonds then Outstanding hereunder.

Notwithstanding any other provisions of this Indenture, the Trustees or either of them shall be under no obligation or duty to exercise any of the remedies given to it under this Indenture (other than to give written notice of a Completed Default or to declare the principal of all bonds Outstanding hereunder and the interest accrued thereon immediately due and payable pursuant to Section 65 hereof and except as provided in Section 88 hereof) or to institute, appear in or defend any suit in respect hereof if the payment within a reasonable time of the costs, expenses and liabilities to the Trustees which may be incurred in taking such action is not, in the opinion of counsel to the Trustees, reasonably assured to the Trustees by the security afforded to them by the terms of this Indenture unless and until the Trustees shall receive reasonable security and indemnity against such costs, expenses and liabilities.

SECTION 93. Except as herein otherwise provided, any notice or demand which by any provision of this Indenture is required or permitted to be given or served by the Trustees on the Company shall be deemed to have been sufficiently given and served, for all purposes, by being deposited postage prepaid in a postoffice letter box in the City of Chicago or in The City of New York, addressed (until another address is filed by the Company with the Trustees), as follows: Northwestern Electric Company, Portland, Oregon.

SECTION 94. The Trustees or either of them shall be protected in acting upon any Resolution, Treasurer's Certificate, Engineer's Certificate, Independent Engineer's Certificate, Net Earning Certificate, Opinion of Counsel, notice, resolution, request, consent, order, certificate, appraisal, report, opinion, bond, or other paper or document believed by them or either of them to be genuine and to have been signed or presented by the proper party or parties. The Trustees may consult with counsel (who may not be counsel to the Company) and the opinion of such counsel shall be full and complete authorization and protection in respect of any action taken or suffered by them hereunder in good faith and in accordance with the opinion of such counsel. The Trustees shall not be under any responsibility, if acting in good faith, for the selection, appointment or approval of any engineer, appraiser, or counsel or of any other person or firm for any of the purposes expressed in this Indenture. Any Resolution of the Board of Directors or Executive Committee shall be evidenced to the Trustees by a copy thereof certified as such by the Secretary or an Assistant Secretary of the Company, and the Trustees may accept such copy as conclusive evidence of the adoption of such Resolution and of the facts and statements therein contained.

SECTION 95. Upon any application for the authentication and delivery of bonds hereunder or for the payment of any moneys held by the Trustees or either of them under any provision of this Indenture, or for the execution of any release, or upon any other application to the Trustees hereunder, the Resolutions, Treasurer's Certificates, Engineer's Certificates, Independent Engineer's Certificates, Net Earning Certificates, Opinions of Counsel, resolutions, certificates, statements, opinions, appraisals, reports, documents, and orders required by any of the provisions of this Indenture to be delivered to the Trustees or to the Corporate Trustee as a condition of the granting of such application may be received by the Trustees or by the Corporate Trustee as conclusive evidence of any fact or matter therein set forth and shall be full warrant, authority and protection to