

standing, having capital and surplus of not less than One Million Dollars (\$1,000,000), if there be such an institution willing, qualified and able to accept the trust upon reasonable or customary terms.

Section 10.09. Every successor trustee appointed hereunder shall execute, acknowledge and deliver to its predecessor and also to the Borrower an instrument in writing accepting such appointment hereunder, and thereupon such successor, without any further act, deed or conveyance, shall become fully vested with all the estates, properties, rights, powers, trusts, duties and obligations of its predecessor; but such predecessor shall, nevertheless, on the written request of the borrower, or of its successor, execute and deliver an instrument transferring to such successor all the estate, properties, rights, powers and trusts of such predecessor hereunder; and every predecessor Trustee shall deliver all securities and moneys held by it as Trustee hereunder to its successor. Should any deed, conveyance or instrument in writing from the Borrower be required by any successor trustee for more fully and certainly vesting in such successor the estates, rights, powers and duties hereby vested or intended to be vested in the predecessor trustee, any and all such deeds, conveyances, and instruments in writing shall, on request, be executed, acknowledged and delivered by the Borrower. The resignation of any Trustee and the instrument or instruments removing any Trustee and appointing a successor hereunder, together with all deeds, conveyances and other instruments provided for in this Article shall, at the expense of the Borrower, be forthwith filed and/or recorded by the successor trustee in each recording office where the Indenture shall have been filed and/or recorded.

Section 10.10. At any time or times, in order to conform to any laws of any State or territory in which the Borrower now holds or at any time hereafter may hold any property, if the Borrower or the Trustee shall so request, the Borrower and the