and without awaiting the filing and/or recording of this Indenture, be executed by the Company and delivered to the Trustee and shall be authenticated by the Trustee and delivered to or upon the written order of the Company, but only upon receipt by the Trustee of the following:

(a) A certified resolution authorizing the execution and requesting the authentication and delivery of the Bonds applied for in the principal amount therein specified.

(b) An amount of cash equal to 93⅓% of the principal amount of Bonds of 1975 Series, the authentication of which is then being requested, such amount of cash to be held by the Trustee in the Pipe Line Construction Fund, subject to withdrawal as provided in § 4.02.

(c) Upon the first application pursuant to this § 4.01, an amount of cash equal to $2,800,000, such amount of cash to be held by the Trustee in the Pipe Line Construction Fund, subject to withdrawal as provided in § 4.02.

(d) An opinion of counsel, dated within 5 days of the date of the application, stating that:

(1) The Company has obtained all authorizations, approvals or consents by any Federal, State or other governmental regulatory body or commission of or to the issuance by the Company of the Bonds then applied for (and specifying the certificates or other evidence which will be sufficient to show any such authorization or approval or consent), or no such authorization, approval or consent is required.

(2) The Company is duly authorized and entitled to issue the Bonds applied for under the laws of the State of Delaware and the applicable laws of any other jurisdiction; upon the issue of such Bonds, such Bonds will be the valid and binding obligations of the Company and entitled to the benefits and security of this Indenture.

(e) The certificates or other evidence, if any, specified in § 4.01(d)(1).

§ 4.02. Any moneys held by the Trustee in the Pipe Line Construction Fund shall be paid over from time to time by the Trustee to or upon the written order of the Company to reimburse the Company

for expenditures made, or to provide for expenditures which the Company expects to make, within 60 days after the date of the certificate filed pursuant to subsection (b) of this § 4.02, to discharge obligations contracted for and liabilities incurred, on account of the Construction Cost of the Pipe Line (such expenditures which the Company expects to make within such 60 days being herein called "construction obligations") in an amount specified in such written order, which shall be not more than an amount equal to 80% of the sum of such expenditures made and such construction obligations, but only upon receipt by the Trustee of:

(a) A written order of the Company requesting the withdrawal of cash in a specified amount.

(b) An independent engineer's certificate dated as of, or within 20 days prior to, the date of the application, stating in substance:

(1) That a stated amount of expenditures has been made by the Company, and a stated amount of construction obligations exists, on account of the Construction Cost of the Pipe Line, specifying in reasonable detail by general classifications then used by the Company in its property accounts the items of such expenditures and construction obligations, and such expenditures and construction obligations are expenditures and construction obligations in respect of which the Company is entitled to withdraw cash pursuant to this § 4.02. The making of partial payments or deposits or the contracting of an obligation to make partial payments or deposits (whether as advance payments or as security or otherwise) in connection with property or services, the cost of which will be properly chargeable to the Construction Cost of the Pipe Line, shall be regarded, respectively, as the making of expenditures, or the contracting of construction obligations, on account of the Construction Cost of the Pipe Line, within the meaning of this § 4.02.

(2) That no part of such expenditures or construction obligations has been included in any previous or other certificate filed under this § 4.02 (provided that, if moneys have been deposited pursuant to the last paragraph of this § 4.02 on account of any unpaid construction obligation or portion thereof, such construction obligation or portion thereof shall be deemed not to have been included in the certificate which was filed prior to such deposit and in which such construction obliga-