

property to be sold or otherwise disposed of is not required for use in connection with the said Telephone Company's plant or system.

The Trustee may also rely upon the certificates of the President and Treasurer of the Telephone Company as to the amount of proceeds realized from sales of real estate or other property, and as to their application to the replacement of the property sold or otherwise, and as to the property acquired with any such proceeds of such sale; and the Trustee shall incur no liability to any one by reason of any action taken in reliance upon any such certificates. All proceeds of real estate or other property sold or disposed of as aforesaid, shall forthwith be applied by the Telephone Company to the replacement of the property so sold or otherwise disposed of, for the benefit of the mortgaged property and until so applied shall be deposited with the Trustee; but the Trustee shall be under no obligation to see to the application of any such proceeds realized from such sales of real estate or other property. Any property acquired by the proceeds of any sale of property covered by this mortgage or substituted therefor, or purchased or otherwise acquired with funds authorized by this mortgage or the proceeds thereof, shall be subject to the liens and provisions of this mortgage and shall be conveyed by the Telephone Company to the Trustee to be held upon the trusts hereby related.

6. The Telephone Company shall, subject to the provision aforesaid, properly maintain and operate all the plants and systems owned or controlled by it and all the other property at any time covered by this mortgage, and preserve the franchises, rights and privileges relating thereto, and repair, renew, and replace, the mortgaged property so may be necessary and will keep the property of an insurable nature insured for a reasonable amount with reputable insurance companies, against loss or damage by fire, by policies providing for the payment of any loss to the Trustee, and which shall be deposited with the Trustee.

7. The Telephone Company shall pay, or cause to be paid,