

retary of the Company under its corporate seal to have been duly adopted by the Board of Directors of the Company, at a meeting thereof duly called and held and at which a quorum was present, and to be still in full force and effect.

D. "*Written Order of the Company*", "*Written Request of the Company*", and "*Written Consent of the Company*" shall mean, respectively, a written order, request or consent signed in the name of the Company by the President or a Vice President and by the Treasurer or an Assistant Treasurer of the Company. "*Certificate of the Company*" shall mean a written certificate signed by the President or a Vice President and by the Treasurer or an Assistant Treasurer of the Company, wherein the persons signing shall certify to the correctness of the statements therein contained.

E. "*Opinion of Counsel*" shall mean a written opinion of counsel selected by the Company, who may be counsel for the Company, and who shall be acceptable to the New York Trustee.

F. "*Bond*", "*Bondholder*", and "*holder*" shall include the plural as well as the singular number, and *vice versa*, unless otherwise expressly indicated, and "*Bondholder*" and "*holder*" shall include both the bearer of a Bond not registered as to principal and the registered owner of a Bond registered as to principal; and "*registered owner*" shall include not only the person in whose name any Bond shall be registered as to principal, but also the executors, administrators or other legal representatives of such person.

G. The words "*Bonds outstanding under this Indenture*" or "*Bonds outstanding hereunder*", or words of similar import, shall mean, as of any particular time, all Bonds theretofore authenticated and delivered hereunder and not cancelled by the New York Trustee at or before such time, *excepting, however*, Bonds for whose payment, redemption or other retirement sufficient cash shall be irrevocably deposited in trust with the New York Trustee