

proceeds shall be applied by the Company to the repair, restoration or replacement of the property damaged or destroyed or to the acquisition or construction of Additions and betterments. Any property acquired by the Company for the purpose of the mortgage shall be insured by the Company and the proceeds of insurance shall be deposited with the Company and all repairs, replacements, additions and betterments required or constructed out of such proceeds, subject to the requirements of any Prior Lien, Permitted Encumbrance or Equipment Obligation on the property with respect to which such insurance was collected, shall become and be subject to the mortgage lien in the same manner and to the same extent as the property damaged or destroyed with respect to which such insurance was collected.

Section 18. The Company will permit the Corporate Trustee, through its agents, to inspect the mortgaged property or any portion thereof at any time and from time to time, and will comply with all reasonable requests of the Corporate Trustee to furnish such information as the Company may have with respect to the mortgaged property.

Section 19. The Company will not pledge any Bonds to secure any indebtedness created, assumed or guaranteed, directly or indirectly, by the Company if in consequence thereof the aggregate principal amount of all Outstanding Bonds pledged by the Company over the aggregate principal amount of all indebtedness secured thereby would exceed 15% of the aggregate principal amount of all Outstanding Bonds.

The Company will not pledge any Bonds if in consequence thereof the aggregate amount of all such Bonds pledged by it would exceed 15% of the aggregate principal amount of all indebtedness secured by such pledges.

Section 20. The Company will deliver to the Corporate Trustee at the time of the distribution thereof a copy of each annual report and financial statement distributed by the Company to its stockholders, beginning with the annual report for the year 1930.

Section 21. The Company covenants that all funds made available to it after January 1, 1930, from all or any of the sources specified in Article IV, shall be deposited with the Corporate Trustee or with the trustee or Permitted Encumbrance, will be applied only to provide for the Cost of Additions and betterments not theretofore bonded: (i) proceeds of insurance on the mortgaged property not used for restoration or repairs, (ii) proceeds from the sale of mortgaged property not used for restoration or repairs, (iii) proceeds from the sale of property not mortgaged by the Company, in accordance with the provisions of Article IX, and (iv) funds made available by charges to operating expenses representing the service value of any non-depreciable road property retired and not replaced, to the extent that such funds have been deposited with the Company, and shall be available, if any, in accordance with Section 1 of Article V.