

condemnation proceedings or (iii) that improvements have been acquired which are suitable for the Company's operations at the Project as contemplated by the foregoing subsection (b) of this Section.

Unless the Company shall have elected to exercise its option to purchase pursuant to the provisions of Article XV hereof, within ninety days from the date of entry of a final order in any eminent domain proceedings granting condemnation, the Company shall direct the County and the Trustee in writing as to which of the ways specified in this Section the Company elects to have the condemnation award applied.

Any balance of the proceeds of the award in such eminent domain proceedings shall be paid into the Bond Fund. If the bonds have been fully paid (or provision for payment thereof has been made in accordance with the provisions of the Indenture), all proceeds shall be paid to the Company.

The County shall cooperate fully with the Company in the handling and conduct of any prospective or pending condemnation proceeding with respect to the Project or any part thereof and will, to the extent it may lawfully do so, permit the Company to litigate in any such proceeding in the name and behalf of the County. In no event shall the County voluntarily settle, or consent to the settlement of, any prospective or pending condemnation proceeding with respect to the Project or any part thereof without the written consent of the Company.

8.03. Condemnation of Company-Owned Property. The

(CONTINUED ON NEXT PAGE)