

opinion or representations with respect to the matters upon which his certificate or opinion may be based as aforesaid, are erroneous, or, in the exercise of reasonable care, should have known that the same were erroneous. Any such certificate or opinion made or given by counsel may be based, insofar as it relates to factual matters, information with respect to which is in the possession of the Borrower, upon the certificate or opinion of or representations by an officer or officers of the Borrower, unless such counsel knows that the certificate or opinion or representations with respect to the matters upon which his opinion may be based as aforesaid, are erroneous, or, in the exercise of reasonable care, should have known that the same were erroneous.

ARTICLE II

FORM, EXECUTION AND REGISTRATION OF BONDS

Section 2.01. Form and Numeration of Bonds: The Bonds, coupons, registration certificates and Certificates of Trustee shall be substantially in the respective forms set forth in the recitals hereof, with the coupons numbered in consecutive numerical order from 1 up, in the order of their respective maturities.

Section 2.02. Execution of Bonds: The Bonds shall be signed in the name of the Borrower, its corporate seal shall be thereunto affixed and attested, respectively, by the officers of the Borrower specifically designated in Article II of Part One of the Indenture. The coupons to be attached to the Bonds shall be executed by the facsimile signature of the officer of the Borrower so designated in Article II of Part One of the Indenture. In the event that any of the officers shall have signed any of the Bonds or coupons shall cease to be officers of the Borrower before the Bonds or coupons signed or sealed shall have been authenticated or delivered