

of mortgage bonds, to be known as First and General Mortgage Bonds or, after the happening of certain events herein-after referred to, First Mortgage Bonds; and

WHEREAS, it is proposed that each indenture supplemental hereto creating any series of Bonds shall designate one or more of the Companies as the Recipient Company or Companies to or to the order of which the Bonds of such series are to be delivered by the Trustee and that the proceeds of the sale, pledge or exchange of the Bonds of such series shall be received by such Recipient Company or Companies and not by the other Companies; and

WHEREAS, the Boards of Directors of the Companies have approved the form and terms of this Indenture and have duly authorized and directed the execution of this Indenture and delivery thereof to the Trustees; and

WHEREAS, from time to time, certain Affiliates of the Companies may, with the consent of all of the then Companies, by executing instruments substantially in the form of Exhibit A annexed hereto join in and become parties hereto and subject their properties to the lien hereof on the terms and conditions herein stated and thereby become Companies hereunder as fully and to the same extent as if they had executed this instrument; and

WHEREAS, the text of the Bonds in coupon form of each series and of the interest coupons to be attached thereto are to be substantially in the form of Exhibit B hereto, with appropriate insertions, omissions, substitutions and variations; and

WHEREAS, the text of the registered Bonds without coupons of each series shall be substantially the same as that of the coupon Bonds of such series with omissions, insertions, substitutions and variations appropriate to registered Bonds without coupons; and