

(a) *Form of Officers' Certificate.*

## Officers' Certificate

under

§ 3.08(2) of the First and General Mortgage. Dated \_\_\_\_\_,

The undersigned hereby certify:

1. Total Bondable Expenditures (other than for Acquisition of New Properties and for Equipment) through \$.....
2. Aggregate Capital Deductions through \$.....  
*Deduct item 2 from item 1, leaving:*
3. Net Bondable Expenditures through (which if a negative number shall be stated as zero) ..... \$.....
4. Aggregate Bondable Expenditures for Acquisition of New Properties through \$.....  
*Add items 3 and 4, thus obtaining:*
5. Aggregate Bondable Expenditures (other than for Equipment) in respect of which Bonds are issuable through \$.....  
*Deduct item 6 from item 5:*
6. The aggregate of (x) 166 $\frac{2}{3}$ % of the principal amount of Bonds heretofore authenticated and delivered pursuant to § 3.04 other than on the basis of Bondable Expenditures for Equipment (being the sum of all amounts stated in item 11 of Certificates heretofore delivered pursuant to § 3.08(2)), (y) 166 $\frac{2}{3}$ % of the amount of Deposited Cash heretofore paid over to any of the Companies pursuant to § 6.11(2) other than on the basis of Bondable Expenditures for Equipment in lieu of the issuance of Bonds pursuant to § 3.04 (being the sum of all amounts stated in item 12 of Certificates heretofore delivered