

ARTICLE FIVE**Particular Covenants of the Companies**

A. The Companies jointly and severally covenant and agree as follows:

§ 5.01. The Companies will duly and punctually pay or cause to be paid the principal of and the premium, if any, and interest on the Bonds, at the time and place or places and in the manner prescribed in the Bonds.

The Companies will, subject to the provisions of Article Eleven hereof, at all times until the payment in full of the principal of the Bonds and of the interest payable thereon, take all steps and do all acts necessary to continue and maintain their corporate existence.

§ 5.02. The Companies will maintain an office or agency in the Borough of Manhattan, The City of New York, and in each other city, if any, in which the principal of and the premium, if any, and interest on any of the Bonds is payable, where the Bonds and coupons may be presented for payment or registration, transfer and exchange and where notices and demands to or upon the Companies in respect of the Bonds or coupons or of this Indenture may be served. The Companies will give to the Trustee notice of the location of each such office or agency and of any change in the location thereof. In case the Companies shall fail to maintain any such office or agency or shall fail to give such notice of the location or of any change in the location thereof, presentations may be made and notices and demands may be served at the principal office of the Trustee.

Except as otherwise provided, any moneys for payment of principal of or premium, if any, and interest on the Bonds which at any time shall be deposited by any of the Companies with the Trustee or with any other depository,