

MORTGAGE OF REAL ESTATE

37278 PROVINCIAL-JANARD CO.-GREENVILLE

INDEPENDENT ENGINEER:

The term "independent engineer" shall mean an individual (not an officer or employee of the Company) or a copartnership or corporation (not generally engaged in a major part in the service of the Company or affiliated corporations), engaged in an engineering business.

INDEPENDENT ENGINEER'S CERTIFICATE:

The term "independent engineer's certificate" shall mean a certificate signed and verified by an independent engineer appointed by the Board and acceptable to the Trustee.

INTERSTATE COMMERCE COMMISSION:

The term "Interstate Commerce Commission" shall include any successor or substituted or other governmental agency having jurisdiction at the time over the matter in question.

JUDGMENT LIEN:

The term "judgment lien" shall mean the lien of a judgment, existing at the particular time upon any of the mortgaged property, which is prior to the lien of this Indenture as security for the Bonds then outstanding or for any additional Bonds then applied for.

LIEN OF THE INDENTURE:

The term "lien hereof" or "lien of the Indenture" or "lien of this Indenture" shall mean the lien created by these presents (including the after-acquired property clauses hereof), or created by any subsequent conveyance to the Trustee hereunder (whether made by the Company or any other corporation or any individual or copartnership) or otherwise created, effectively constituting any property a part of the security held by the Trustee for the benefit of the Bonds outstanding hereunder.

MORTGAGED PROPERTY:

The term "mortgaged property" or "trust estate" shall mean as of any particular time the property which at said time is covered or intended to be covered by the lien of this Indenture.

NOT BONDABLE VALUE OF PROPERTY ADDITIONS:

The term "net bondable value of property additions" shall mean, at any particular time, the aggregate of the cost or, as to such property additions which have not been retired, the fair value to the Company, if the fair value is less than cost, of all such gross property additions purchased, constructed or otherwise acquired by the Company, less;

(1) the excess, if any, of the bonded cost of all bondable property theretofore released from the lien of this Indenture pursuant to Section 3 or Section 4 of Article VI, over the fair value thereof to the Company at the time of its release, as stated in an engineer's certificate filed with the Trustee pursuant to Section 3(b) of Article VI, or over the proceeds of property paid over to the Trustee pursuant to Section 4 of Article VI, as the case may be; and the excess, if any, of the bonded cost of all bondable property in respect of which cash has theretofore been paid to the Trustee pursuant to Section 6 of Article IV, over the cash so paid to the Trustee in respect thereof;

(2) the bonded cost of all bondable property (other than property mentioned in paragraph (1) hereof) theretofore (but since November 30, 1936) retired;

(3) the aggregate of:

(i) the amount of all cash, theretofore deposited with the Trustee, withdrawn pursuant to Section I of Article VII, and

(ii) the amount by which all cash, provided to be deposited with the Trustee, has been reduced by compliance with Section I of Article VII;

(4) 166-2/3% of the amount of all cash withdrawn pursuant to Section 3(a) of Article VII; and

(5) 166-2/3% of the aggregate principal amount of additional Bonds theretofore authenticated and delivered upon the basis of property additions;

NOT EARNINGS OF THE COMPANY AVAILABLE FOR FIXED CHARGES: