

## MORTGAGE OF REAL ESTATE

37276 PROVINCE-JARRARD CO.-GREENVILLE

Section 6. Any modifications or alterations of this Indenture, of any indenture supplemental thereto, and of the rights and obligations of the Company and of the holders of the Bonds and coupons in any particular may be made at a meeting of Bondholders duly convened and held in accordance with the provisions of this Article, but only by a resolution duly adopted by the affirmative vote, of each series of Bonds then outstanding, in person or by proxy, by vote of the holders (or persons entitled to vote the same) of eighty per cent. (80%) or more of the Bonds of such series then outstanding and entitled to be voted upon any such modification or alteration when such meeting is held, and approved by resolution of the Board of Directors as hereinafter specified; but no such modification or alteration shall be made which will permit the extension of the time or times of payment of the principal of or the interest on any Bond, or a reduction in the rate of interest thereon, or otherwise affect the terms of payment of the principal of, or interest on any Bond, which shall always be unconditional, or permit the creation by the Company of any mortgage or lien in the nature of a mortgage ranking prior to or pari passu with the lien of the Indenture except as in the Indenture otherwise expressly provided. For all purposes of this Article the Trustee shall be entitled to rely upon an opinion of counsel with respect to the extent, if any, to which any action taken at such meeting affects the rights under this Indenture or under any indenture supplemental hereto of any holders of Bonds then outstanding.

Bonds owned or held by, for the account of or for the benefit or interest of, the Company or any affiliated corporation, including Bonds pledged to secure any obligation, shall not be deemed outstanding for the purpose of any vote or of any calculation of outstanding Bonds provided for in this Article or for the purpose of the quorum provided for in Section 5 of this Article.

For all purposes of this Indenture, the Trustee, and for the purposes of this Article, the Trustee, the Chairman and Secretary of any meeting held pursuant to this Article and the Inspectors of Votes at any such meeting, shall (unless challenged by any Bondholder at such meeting) be entitled conclusively to rely upon a notification in writing by the Company, specifying the principal amount of Bonds owned by or held by, for the account of or for the benefit or interest of, the Company or any affiliated corporation, or pledged to secure any obligation, or stating that no Bonds are so owned or held or pledged. In case the meeting shall have been called otherwise than on the written request of the Company, the Trustee, if the notification by the Company is not furnished as in this paragraph provided, shall be entitled conclusively to assume that none of the Bonds outstanding under this Indenture are so owned or held or pledged.

SECTION 7. A record in duplicate of the proceedings of each meeting of Bondholders shall be prepared by the Secretary of the meeting and shall have attached thereto the original reports of the Inspectors of Votes, and affidavits by one or more persons having knowledge of the facts setting forth a copy of the notice of the meeting and a copy of the notice of adjournment thereof, if required under Section 5 of this Article, and showing that said notices were published as provided in Section 2 of this Article and, in a proper case, as provided in Section 5 of this Article. Such record shall be signed and verified by the affidavits of the permanent Chairman, the permanent Secretary of the meeting, and a duly authorized representative of the Trustee if such a representative was present at the meeting, and one duplicate thereof shall be delivered to the Company and the other to the Trustee for preservation by the Trustee. Any record so signed and verified shall be proof of the matters therein stated until the contrary is proved, and such meeting shall be deemed conclusively to have been duly convened and held, and any resolution or proceeding stated in such record to have been adopted or taken shall be deemed conclusively to have been duly adopted or taken by such meeting. A true copy of any resolution adopted by such meeting shall be mailed by the Trustee to each registered owner of Bonds outstanding addressed to him at his address appearing (if at all) on the registry books and to each holder of any such Bond payable to bearer who shall have filed with the Trustee an address for such notices, addressed to him at such address (but failure to mail copies of such resolution as aforesaid shall not affect the validity thereof) and