

do and perform all matters or things necessary or expedient to be done or observed by reason of any law of the United States or of any state or any other competent authority, for the purpose of creating, perfecting and maintaining the trust hereby created for the security of the payment of the Bonds and the interest thereon, and to perform all the obligations hereby imposed upon the Obligors.

That they will execute and deliver such further instruments (which instruments may provide that defaults in the conditions or covenants thereof shall constitute defaults in the conditions or covenants of this Indenture) and do such further acts as may be necessary or proper to carry out more effectually the purposes of this Indenture and to make subject to the lien hereof any property, rights or interest described herein and/or intended to be covered hereby and/or any property, rights or interest hereafter acquired and intended to be covered hereby, and/or to transfer to any new trustee or trustees the estate, powers, instruments or funds held in trust hereunder; and that they will duly and punctually perform each and every covenant which may be contained in any such instrument supplemental hereto executed in accordance with the provisions hereof.

That they will furnish to the Trustee promptly after the execution and delivery of this Indenture, or any indentures supplemental hereto, an opinion of counsel (who may be of counsel for the Obligors) stating that in the opinion of such counsel this Indenture, or such supplemental indentures, has been properly recorded and filed so as to make effective the lien created or intended to be created thereby and reciting the details of such action, and at least annually after the execution and delivery of this Indenture, an opinion of such counsel stating that in the opinion of such counsel, such action has been taken with respect to the recording, filing, re-recording, and re-filing of this Indenture or any indentures supplemental hereto as is necessary to maintain the liens thereof, and reciting the details of such action, or stating that, in the opinion of such counsel, no such action is necessary to maintain such liens.