

ATTEST

SECTION 5. This supplemental indenture may be executed in several counterparts, each of which shall be an original, and all collectively but one instrument.

IN WITNESS WHEREOF, Duke Power Company, the party of the first part hereto, has caused this supplemental indenture to be signed in its name by its President or a Vice President and its corporate seal to be hereunto affixed, and the same to be attested by its Secretary or an Assistant Secretary, and Morgan Guaranty Trust Company of New York, the party of the second part hereto, in token of its acceptance of the trust hereby created, has caused this supplemental indenture to be signed in its name by its President or a Vice President and its corporate seal to be hereunto affixed, and the same to be attested by its Secretary or an Assistant Secretary, all as of the day and year first above written.

DUKE POWER COMPANY

By *Kenneth Austin*
Vice President

ATTEST:

ac d e a d
Assistant Secretary

Signed, sealed, executed, acknowledged and delivered by DUKE POWER COMPANY, in the presence of:

David A. King

MORGAN GUARANTY TRUST COMPANY OF NEW YORK

By *W. L. Baker*
W. L. Baker Vice President

ATTEST:

J. I. Thompson
J. I. THOMPSON Assistant Secretary

Signed, sealed, executed, acknowledged and delivered by MORGAN GUARANTY TRUST COMPANY OF NEW YORK, in the presence of:

W. D. Loggins
SA May 13