

SECTION 14.04. Addresses for Notices and Demands. Any notice to or demand upon the Trustee or the Individual Trustee may be served or presented, and such demand may be made, at the principal office of the Trustee. Any notice to or demand upon the Company shall be deemed to have been sufficiently given or served by the Trustee for all purposes, by being deposited, postage prepaid, in a post-office letter box addressed to the Company in care of The Hertz Corporation, 660 Madison Avenue, New York, New York 10021 Attn: Properties and Concessions Department, or to the Company at such other address as may be filed in writing by the Company with the Trustee. Any notice or report required by any provision of this Indenture to be given or made to Noteholders shall be deemed to have been sufficiently given or made if copies thereof are deposited, postage prepaid, in a post-office letter box, addressed to each Noteholder at the address of such holder set forth in the Register.

SECTION 14.05. Successors and Assigns. Whenever in this Indenture any of the parties hereto is named or referred to, the successors and assigns of such party shall be deemed to be included, and all the covenants, promises and agreements in this Indenture contained by or on behalf of the Company, or by or on behalf of the Trustees, shall bind and inure to the benefit of the respective successors and assigns, whether so expressed or not.

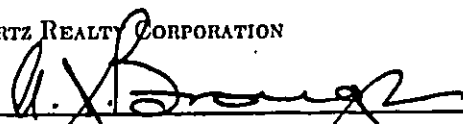
SECTION 14.06. Counterparts; Descriptive Headings. This Indenture is being executed in any number of counterparts, each of which is an original and all of which are identical. Each counterpart of this Indenture is to be deemed an original hereof and all counterparts collectively are to be deemed but one instrument. The descriptive headings of the several Articles and Sections of and Schedules to this Indenture were formulated, used and inserted in this Indenture for convenience only and shall not be deemed to affect the meaning or construction of any of the provisions hereof.

SECTION 14.07. Waivers. The parties hereto expressly waive the production of mortgage certificates and hereby release and hold the notaries public whose names are hereunder signed harmless for and by reason of the non-production and non-annexation thereof to this Indenture.

IN WITNESS WHEREOF, HERTZ REALTY CORPORATION has caused this Indenture to be executed on its behalf by its President or one of its Vice Presidents and its corporate seal to be hereto affixed and attested by its Secretary or one of its Assistant Secretaries; and THE FIRST NATIONAL BANK OF CHICAGO, in evidence of its acceptance of the trusts hereby created, has caused this Indenture to be executed on its behalf by one of its Vice Presidents, and its corporate seal to be hereto affixed and attested by its Secretary, and John J. Howley in token of his acceptance of the trusts hereby created, has hereunto set his hand and seal, all as of the date first above written.

HERTZ REALTY CORPORATION

By


A. J. BROUGH, President

ATTEST



ABRAHAM KLEINBERG, Secretary

Signed, sealed, acknowledged and delivered by Hertz Realty Corporation in the presence of:

