

Treasurer or the Controller or an Assistant Controller or the Secretary or an Assistant Secretary of the Corporation. Each such certificate shall include the statements provided for in Section 16.06, if and to the extent required by the provisions thereof.

*Opinion of counsel:*

The term "opinion of counsel" shall mean an opinion in writing signed by legal counsel, who shall be satisfactory to the Trustee and who may be an employee of or of counsel for the Corporation. Each such opinion shall include the statements provided for in Section 16.06, if and to the extent required by the provisions thereof.

*Outstanding:*

The term "outstanding," when used with reference to Bonds, shall, subject to the provisions of Section 9.04, mean, as of any particular time, all Bonds authenticated and delivered by the Trustee under this Indenture, except

(a) Bonds theretofore cancelled by the Trustee or delivered to the Trustee for cancellation;

(b) Bonds or portions thereof for the payment or redemption of which moneys in the necessary amount shall have been deposited in trust with the Trustee or with any paying agent (other than the Corporation) or shall have been set aside and segregated in trust by the Corporation (if the Corporation shall act as its own paying agent), provided, however, that if such Bonds or portions are to be redeemed prior to the maturity thereof, notice of such redemption shall have been given as in Article Three provided, or provision satisfactory to the Trustee shall have been made for giving such notice;

(c) Bonds in lieu of or in substitution for which other Bonds shall have been authenticated and delivered pursuant to the terms of Section 2.06, unless proof satisfactory to the Trustee is presented that any such Bonds are held by *bona fide* holders in due course;

*Parent of the Corporation:*

The term "parent of the Corporation" shall mean any person who or corporation which at the time owns or controls more than 50% of the shares of the Corporation having voting power for the election of directors (other than as created by events of default or upon other contingency).

*Plant additions and net plant additions:*

The term "plant additions" shall mean and include all additions to and extensions of the telephone plant and equipment mortgaged hereby and all telephone plant and equipment of the type mortgaged hereby ac-