

the Company desires to establish and set forth the form and terms of the Bonds of the Third 1986 Series and to amend and supplement the provisions of the Indenture in certain respects and to convey and mortgage, and confirm the conveyance and mortgaging under the Indenture and hereunder of, certain properties acquired by the Company after the execution of the Original Indenture and not specifically described in any of the aforesaid twenty-two supplemental indentures heretofore executed, and to that end the Company desires to make, execute and deliver to the Trustees a Twenty-Third Supplemental Indenture, supplemental to the Indenture, in the form hereof for the purposes herein provided, as authorized and permitted by Article 15 of the Indenture; and

WHEREAS, all conditions and requirements necessary to authorize the execution, acknowledgment and delivery of this Twenty-Third Supplemental Indenture and to make the Indenture, as supplemented by this Twenty-Third Supplemental Indenture, a valid, binding and legal instrument for the security of the Bonds of the Company issued and to be issued thereunder and to make the Bonds of the Third 1986 Series, when duly executed by the Company and authenticated by the Trustee and duly issued, the valid and legally binding obligations of the Company, have been complied with or have been done and performed.

NOW, THEREFORE, THIS TWENTY-THIRD SUPPLEMENTAL INDENTURE WITNESSETH:

That the Company, in consideration of the premises and of the mutual covenants herein contained and of the sum of One Dollar to it duly paid by the Trustees at or before the ensembling and delivery of these presents and for other valuable considerations, the receipt whereof is hereby acknowledged, and in order to secure the payment of the principal of and interest (and premium, if any) on all Bonds at any time issued and outstanding under the Indenture, as supplemented by this Twenty-Third Supplemental Indenture, according to their tenor and effect, and the performance and observance of all the covenants and conditions in the Bonds and in the Indenture and herein contained, has executed and delivered this Twenty-Third Supplemental Indenture

INDEX
7
00

4328 N-2