

kept at its principal office, books for the registration and registration of transfer of Notes issued hereunder.

The Notes are not transferable separate and apart from the other Notes at the time outstanding.

Whenever any Note or Notes shall be surrendered at the principal office of the Company for exchange or registration of transfer (accompanied, in the case of registration of transfer, by a duly executed instrument of transfer, satisfactory to the Company), the Company shall execute and deliver a new Note or Notes in an aggregate principal amount equal to the unpaid principal amount of such Note or Notes as may be requested by the holder surrendering such Note or Notes, with modifications, in the case of exchanges involving split-ups or combinations of Notes, appropriate to reflect the division or combination of the quarter-annual installment payments remaining to be made on the Note or Notes surrendered for exchange.

In every case of exchange, the surrendered Notes forthwith shall be cancelled by the Company. Upon every exchange of Notes and every registration of transfer of Notes provided for in this § 2.02, other than an exchange of Notes pursuant to § 2.02, the Company may require payment, as a condition precedent, of a charge sufficient to reimburse it for any tax or taxes or other governmental charge or charges required to be paid by the Company.

Each Note shall be dated and shall bear interest from the quarter-annual payment date to which interest on the Notes has been paid, unless no quarter-annual payment has been made on the Notes, in which case it shall be dated the date of issue or such other date as is consistent with the requirements of § 2.05 and shall bear interest from such date.

The registered holder of the Notes, prior to due presentment for registration of transfer, may for all the purposes of the Indenture be regarded as the owner thereof; payment of or on account of principal of, and premium, if any, and interest on such Note shall be made only to such registered holder or upon his or its order and all such payments shall be valid and effectual to satisfy and discharge the liability upon such Note to the extent of the sum or sums so paid.

§ 2.03. DENOMINATIONS. The Notes may be issued and outstanding in any denominations not less than \$100,000.