

buildings or on the Leased Land in substitution for or replacement of other such substitutions or replacements.

"Indenture" shall mean this instrument as originally executed and as from time to time amended or supplemented.

"Independent Architect" or "Independent Engineer" shall mean an architect or firm of architects or a registered engineer, firm of engineers or engineering corporation being in fact independent, having no substantial financial interest in the Tenant or the County and not being regularly employed by either.

"Independent Counsel" shall mean an attorney duly admitted to practice law before the highest court of any state and not an employee of either the County or the Tenant.

"Interest Payment Date" shall mean any date on which the interest on any Bonds shall be payable, whether such date is a regular payment date prescribed by the Indenture or the result of a redemption pursuant to the terms of the Indenture.

"Lease" shall mean the lease dated as of April 1, 1978, executed by the County, as lessor, and the Tenant, as lessee, as from time to time amended and supplemented.

"Leased Land" shall mean the real property described in Exhibit A attached hereto.

"IRC" shall mean the Internal Revenue Code of 1954 as amended.

"Officer's Certificate" shall mean: (i) with reference to the Tenant, a certificate in writing signed by the Chairman, Vice Chairman, President or any Vice President and attested to by the Secretary or any Assistant Secretary of the Tenant, and (ii) with reference to the County, a certificate in writing signed by the Chairman or Vice Chairman of the County Council and attested to by the Clerk or Acting Clerk to the County Council.

"Opinion of Counsel" shall mean a written opinion of an attorney or firm of attorneys, who may be counsel for the Tenant, the County or the Trustee.

"Outstanding" whether such word commences with an upper case or a lower case letter, shall mean when used with reference to any Bond and as of any particular time, all the Bonds authenticated and delivered by the Trustee under the Indenture except: (i) Bonds theretofore cancelled by the Trustee, delivered to the Trustee for cancellation or subject to cancellation by it; (ii) Bonds no longer deemed to be outstanding

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