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(b) If, in a proper case, both the Obligor and the Bondholders shall have failed for a period of 60 days to appoint a successor Trustee pursuant to the foregoing provisions of this Section, the holder of any Bond outstanding hereunder or any retiring Trustee may apply to any court of competent jurisdiction for the appointment of a successor Trustee. Said court may thereupon, after such notice, if any, as the court may deem proper and prescribe, appoint a successor Trustee.

Section 8.14. Capital Requirements. (a) There shall at all times be a Trustee hereunder, which shall be a corporation organized and doing business under the laws of the United States of America or any State or Territory thereof, or of the District of Columbia, and shall be authorized under such laws to exercise corporate trust powers and be subject to supervision or examination by Federal, State, Territorial or District of Columbia authority and have a combined capital and surplus of not less than \$1,000,000.

(b) Any successor Trustee shall execute, acknowledge and deliver to its predecessor Trustee, and also the Obligor, an instrument accepting such appointment hereunder, and thereupon such successor Trustee, without any further act or deed shall become fully vested with all the rights, powers, trusts, duties and obligations of its predecessor in trust hereunder, with like effect as if originally named as Trustee herein; but the Trustee ceasing to act shall nevertheless, on the written request of the Obligor or of the successor Trustee, or of the holders of 10% in principal amount of the Bonds then outstanding hereunder, execute, acknowledge and deliver such instruments and do such other things as may reasonably be required for more fully and certainly vesting and confirming in such successor Trustee all the right, title and interest of the Trustee to which it succeeds, in and to such trust estate, rights, powers, trusts, duties and obligations, and the Trustee ceasing to act, upon payment to it of all sums owing to it hereunder, shall also upon like request, pay over, assign and deliver to the successor Trustee any money or other property subject to this Indenture. Should any instrument in writing from the Obligor be required by the new Trustee for more fully and certainly vesting in and confirming to such new Trustee such trust estate, rights, powers, trusts and duties, any and all such instruments in writing shall, on request, be executed, acknowledged and delivered by the Obligor.

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