

"related person" within the meaning of Section 103(b)(10) of the Internal Revenue Code). Any such determination will not be considered final for this purpose unless the Bondholder involved in the proceeding or action resulting in the determination (a) gives the Corporation and the Trustee prompt written notice of the commencement thereof and (b) if the Corporation agrees to pay all expenses in connection therewith and to indemnify such Bondholder against all liabilities in connection therewith, offers the Corporation an opportunity to contest the determination, either directly or in the name of the Bondholder, and until conclusion of any appellate review, if sought.

10. Notice of Redemption. The Trustee will give notice in the name of the Issuer of each redemption. The notice will identify each Bond or portion thereof to be redeemed. Bonds may be redeemed in part only in multiples of \$5,000. The Trustee will give the notice not less than 30 or more than 60 days prior to the redemption date. The Trustee will give the notice in three ways: (a) it will publish the notice once in a newspaper generally recognized as carrying financial news or in a financial journal of general circulation on each business day in New York, New York, (b) it will mail the notice by first class mail to each registered owner of Bonds to be redeemed at his address shown on the Bond Register, and (c) it will mail the notice by first class mail to each holder of Bonds to be redeemed named on the Bondholder List at his address shown on the Bondholders List (see "Bondholder List" above).

Failure to mail or to receive any mailed notice, or any defect therein or in the mailing thereof, will not affect the validity of any proceedings for the redemption of any Bond with respect to which no such failure or defect has occurred. If all the Bonds to be redeemed at that time are held by registered owners, notice by publication need not be made. If it is impossible or impractical to publish notice in the manner provided above, then such publication in lieu thereof as the Trustee may approve shall constitute a sufficient publication of notice.

Once notice is given, the Bonds (or portions thereof) designated for redemption in the notice become due and payable on the redemption date stated in the notice at the proper redemption price. On and after the redemption date, interest on such Bonds (or portions thereof) so designated ceases to accrue if funds sufficient for such redemption are held by the Trustee.

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