

failure by mail to all holders of indenture securities known to the Agent; and

(3) any holder of Obligations who has been a bona fide holder of indenture securities for at least six months may, on behalf of himself and all others similarly situated, petition any court of competent jurisdiction for the removal of the Agent, and the appointment of a successor, if the Agent fails, after written request therefor by such holder, to comply with the provisions of subparagraph (1).

(f) For purposes of paragraph (e), the Agent shall be deemed to have a conflicting interest if --

(1) the Agent is trustee under any indenture under which any other securities, or certificates of interest or participation in any other securities, of an obligor upon the indenture securities are outstanding unless (A) the indenture securities are collateral trust notes under which the only collateral consists of securities issued under such other indenture, or (B) such other indenture is a collateral trust indenture under which the only collateral consists of indenture securities, or (C) such obligor has no substantial unmortgaged assets and is engaged primarily in the business of owning, or of owning and developing and/or operating, real estate, and the indenture to be qualified and such other indenture are secured by wholly separate and distinct parcels of real estate, or (D) the other indenture or indentures shall have been qualified with the United States Securities and Exchange Commission pursuant to the provisions of the Trust Indenture Act of 1939, as amended;

(2) the Agent or any of its directors or executive officers is an obligor upon the indenture securities or an underwriter for such obligor;

(3) the Agent directly or indirectly controls or is directly or indirectly controlled by or is under direct or indirect common control with an obligor upon the indenture securities or an underwriter for such an obligor;