

RE 220

FOR VALUE RECEIVED, the above named Issuer promises to pay to the registered holder hereof, through its Paying Agent named hereinafter, on the maturity date entered below (hereinafter called "Maturity"), the principal sum entered above, at the office of the Paying Agent or such other place as may be designated in lawful money of the United States of America, upon surrender of this bond; together with interest thereon from the date hereof until maturity at the annual rate entered below, payable semi-annually on each anniversary and semi-anniversary hereof and paid at maturity (as specified below). This bond shall cease to bear interest from and after its maturity.

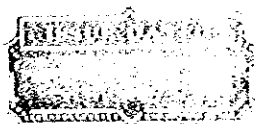
Unless this bond has been executed by the Registrar for this bond shall not be entitled to any benefit under the Indenture or be valid or obligatory for any purpose.

ISSUED SUBJECT TO THE TERMS AND CONDITIONS LISTED ON REVERSE SIDE.

REGISTERED HOLDER

SIGNATURE OF REGISTRAR

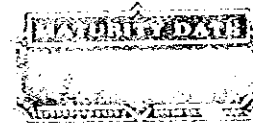
Authorized Signature



TRUSTEE



SIMPLE INTEREST



REGISTRAR / PAYING AGENT

**RELIANCE TRUST COMPANY**

3295 NORTHCREST ROAD NE  
ATLANTA, GEORGIA 30330

IN WITNESS WHEREOF, the Issuer has caused this bond to be executed on its behalf and its seal affixed, as of the issue date entered above.

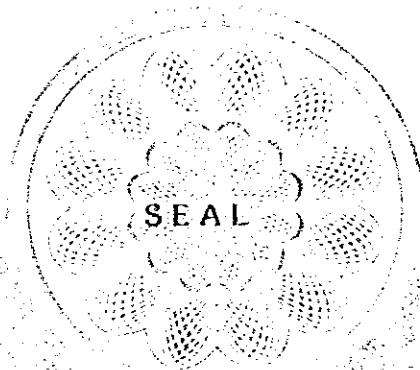


EXHIBIT "C"

4328-W-2