

the Lenders, wherein the Corporation has set forth, among other things, certain information relating to the nature and cost of the facilities comprising the Project.

"Neutral Costs" shall mean that amount of the proceeds from the Notes used for the payment of the reasonable expenses of issuing the Notes including, without limitation, advertising, recording and printing costs; accountant's, financial advisor's and legal fees; rating agency fees, initial fees of the Depositary, charges of the Lenders and all similar expenses.

"Notes" shall mean, collectively, the \$6,300,000 "City of Greenville, South Carolina, Industrial Development Revenue Note (The Vitamin Company, Inc. Project) 1984, Series A," and the \$2,000,000 "City of Greenville, South Carolina, Industrial Development Revenue Note (The Vitamin Company, Inc. Project) 1984, Series B," authorized, executed and delivered by the Issuer under this Indenture and any notes executed and delivered under this Indenture in lieu of or in substitution therefor.

"Noteholders" or "Holders" shall mean the Registered Owners of the Notes.

"Note Register" and "Note Registrar" shall have the respective meanings specified in Section 2.04 hereof.

"Officer's Certificate" shall mean a certificate signed by the Mayor of the Issuer and the Clerk of the Issuer.

"Opinion of Counsel" shall mean an opinion in writing signed by legal counsel satisfactory to the Lenders.

"Permitted Investments" shall mean any one or more of the following investments, if and to the extent the same are then legal investments under the applicable laws of the State for moneys proposed to be invested therein: (i) direct and general obligations of the United States of America or obligations for which the United States of America has unconditionally guaranteed or assumed the obligation of the payment of the principal and interest thereon; (ii) obligations of the Federal Land Bank, Federal Home Loan Banks, Federal National Mortgage Association, Federal Intermediate Credit Corporation, Federal Bank for Cooperatives, International Bank for Reconstruction and Development, Asian Development Bank, and direct and general obligations of any agencies of the United States of America not included in the foregoing listing; (iii) direct and general full faith and credit obligations of the State; (iv) direct and general full faith and credit obligations of any political unit in the State; (v) obligations of savings and loan associations to the extent that the same are insured by