

provide the same source of liquidity under the same terms and conditions as the then existing Letter of Credit or Substitute Credit Facility, except that the Substitute Credit Facility shall expire on a date which is later than the expiration date of the Letter of Credit or Substitute Credit Facility being replaced, and except that the substitute Credit Facility shall provide coverage sufficient to pay the principal of and interest on all Bonds at the time Outstanding.

"Substitute Letter of Credit" means a letter of credit delivered to Trustee in accordance with Section 6.3 of the Agreement (i) issued by Bank or Substitute Bank (ii) replacing any existing Letter of Credit, (iii) dated as of a date prior to the expiration date of the Letter of Credit for which the Substitute Letter of Credit is to be substituted, (iv) which shall expire on a date which is 15 days after an interest payment date for the Bonds and (v) issued on substantially identical terms and conditions as the then existing Letter of Credit, except that the same shall expire on a date which is later than the expiration date of the Letter of Credit being replaced, and except that the stated amount of the Substitute Letter of Credit shall equal the sum of (A) the aggregate principal amount of bonds at the time Outstanding, plus (B) prior to the Conversion Date an amount equal to at least 120 days' interest (computed at the maximum interest rate applicable to the Bonds) on all Bonds at the time Outstanding.

"T-Bill Percentage" shall have the meaning set forth in Section 2.02(D) of the Indenture.

"T-Bill Rate" shall have the meaning set forth in Section 2.02(D) of the Indenture.

"TENR" shall have the meaning set forth in Section 2.02(C) of the Indenture.

"TENR Amount" shall have the meaning set forth in Section 2.02(C) of the Indenture.

"Tender Agent" means Bankers Trust Company, a New York banking corporation and its successors and any corporation resulting from or surviving any consolidation or merger to which it or its successors may be a party and any successor Tender Agent at the time serving as successor Tender Agent under the Indenture. "Principal Office of Tender Agent" means the address specified in Section 13.04 under the