

outstanding and unpaid such amendment shall not be effective until and unless there are deposited with the Trustee the following:

(a) Copies of the said amendment to this Mortgage;

(b) An Officer's Certificate of the Corporation (i) stating that the Corporation is not in default under any of the provisions of the Agreement or this Mortgage, (ii) giving an adequate legal description of that portion of the Land to be released, (iii) stating the purpose for which the release is desired, (iv) requesting such release, (v) stating that the proceeds, if any, received by the Corporation from the sale or other disposition will be in the form of cash or, if not in cash, having attached to such Officers' Certificate an Opinion of Bond Counsel that the exemption from Federal income taxation of interest on the Bonds will not be impaired by such receipt, (vi) stating that the consideration received has a present fair market value of at least an amount per acre equal to the per acre price for the Land paid with the proceeds of the Bonds, and (vii) stating that the part of the Land released or removed from the lien of this Mortgage is expected to be used in a manner consistent with the character and purpose of the Hospital;

(c) A resolution of the Board of Directors of the Corporation approving the amendment to this Mortgage;

(d) Evidence of the authority of the officers of the Corporation who execute such amendment to this Mortgage;

(e) If applicable, a copy of the instrument conveying the portion of the Land to be released;

(f) Any instrument(s) required from the Issuer by the terms of such release or removal from the Land;

(g) A certificate of an Independent engineer reasonably acceptable to the Trustee dated not more than sixty days prior to the date of the release and stating that, in the opinion of such engineer (i) the portion of the Land so proposed to be released should be released in order to obtain utility services or roads to benefit the Facilities, or is not otherwise needed for the operation of the Facilities for the purpose of the Hospital and (ii) the release so proposed to be made will not impair the usefulness of the Facilities for the purposes intended and will not destroy the means of ingress and egress therefrom; and

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