

bonds so proved to have been paid and satisfied, and/or of the bonds so acquired for Sinking Fund purposes, as the case may be; provided, that the Corporate Trustee shall have been furnished with a certified copy of a resolution of the Board of Directors of the Telephone Company requesting the authentication and delivery of such bonds, and with the other writings required by Section 1 of this Article Second.

Conditions of
issue with
deposit
of cash.

(2) Upon delivery to the Corporate Trustee (a) of a certified copy of a Resolution of the Board of Directors of the Telephone Company requesting the Corporate Trustee to authenticate and deliver to the Telephone Company, or as directed by its written order, bonds of a particular series, secured by this indenture for the purpose of refunding at maturity any bonds, whether of the same or different series, issued hereunder, and/or for the purpose of redeeming any such bonds that shall have been called for redemption according to their terms, and (b) in the case of bonds called for redemption, also a certified copy of the resolution authorizing such call, and upon receipt also of the other writings required by Section 1 of this Article Second, the Corporate Trustee shall authenticate and deliver to the Telephone Company, or as directed by its written order, signed by its President or a Vice President, bonds of such other series as may be requested by it, equal in principal amount to the aggregate principal amount of the bonds to be refunded and/or redeemed; provided that cash equal to the principal amount of the bonds so authenticated and delivered shall simultaneously be deposited with the Corporate Trustee in exchange therefor, or to its order with one or more banks, bankers or trust companies in the City of St. Louis, Missouri, or in the Borough of Manhattan, City of New York, designated by the Telephone Company and approved by the Corporate Trustee. On the written order of the Telephone Company, signed by its President or a Vice President, and upon delivery to the Corporate Trustee from time to time of bonds so matured or maturing or so called for redemption (Other than bonds in exchange for which the Corporate Trustee shall have authenticated and delivered bonds under subdivision (1) of this Section 3 of Article Second), cancelled or uncanceled, with all unmatured coupons, if any, thereto appertaining, either in bearer form or accompanied by proper instruments of assignment and transfer, the Corporate Trustee, out of the cash so deposited, shall pay to the Telephone Company or as directed by its written order, signed as aforesaid, a sum equal to the principal amount of the bonds so delivered to the Corporate Trustee. Upon a deposit with a depository approved by the Corporate Trustee, such depository shall deliver to the Corporate Trustee and to the Telephone Company an appropriate instrument in duplicate, acknowledging the receipt of such money and agreeing to hold and to pay the same upon the written order of the Corporate Trustee. Any such depository shall be protected by any such order in any payment made upon the faith thereof, and no such depository shall be under any obligation to see to the application of the amount so paid. Each such depository shall pay to the Telephone Company interest on the moneys deposited with it at such