

the holding of bonds hereunder by any bondholder and the amount, and serial numbers of any such bonds, and the date of his holding the same (unless such bonds be registered), may be proved by a certificate executed by any Trust Company, bank, banker or any other depository (whereever situated) if such certificate shall be deemed by the Trustee to be satisfactory, showing that at the date therein mentioned such person had on deposit with such Trust Company, bank, banker or other depository the bonds described in such certificate. The holding of registered bonds shall be proved by the bond register. But nothing in this article contained shall be construed as limiting the Trustee to the proof hereinbefore specified, it being intended that the Trustee may accept any other evidence of the facts herein stated, which so it may seem sufficient.

THIRTY-NINTH. In addition to, but not in limitation of any of the rights, duties and powers hereinbefore recited, conferred and given, it is now further provided that whenever stockholders owning seventy-five per cent. of the stock of the Company shall, at a meeting duly and regularly called for that purpose, adopt a resolution authorizing the sale of any or all of the property of the company at and for a price and upon terms in the resolution named, and such resolution shall also be adopted and passed by a majority of the directors of the Company at a meeting of the Board duly and regularly called for that purpose, and the owners of ninety-five per cent. of the bonds then outstanding and unpaid, shall in writing approve the said sale at the price and upon the terms in such resolution recited, it shall thereupon become and be the duty of the Trustee to release and discharge this mortgage and the lien thereof upon and from the property of the Company so sold, upon the purchase price therefor being paid to it, the Trustee. And when such sale is a part only of the Company's property, the Trustee shall receive and treat the purchase price thereof as a payment to the sinking fund to be applied by it to the redemption and retirement of bonds in the manner prescribed for in the thirty-seventh paragraph hereof, but such payment shall not in any way offset the payments into the sinking fund required hereunder, which payments shall be made without abatement as fully as though such sale of property had never been made. And when such sale is all of the Company's property and the purchase price thereof is not sufficient to pay off all of the said bonds or any supplemental mortgage or deed of trust then outstanding, the purchase price shall be applied pro rata upon all the bonds, as in the case of a sale or purchase under this mortgage or deed of trust as provided for in the twenty-second paragraph hereof, and after full compliance with provision (a) thereof. In case any such sale is more than sufficient to pay off all of the bonds then outstanding, the surplus remaining shall be paid in accordance with provision (c) of the twenty-second paragraph. And for acting upon such resolution so passed and of the written approval of such resolution by the owners of ninety-five per cent. of the bonds then outstanding and unpaid, the Trustee shall incur no liability or responsibility whatsoever, save only the application of the money in the manner above provided. It is stipulated that a provision substantially like the preceding shall be inserted in any mortgage or deed of trust supplemental hereto.