

SUPPORTING STATEMENT FOR FORM T-4

A. JUSTIFICATION

1. Circumstances Making the Collection of Information Necessary

Section 304(c) of the Trust Indenture Act of 1939 (“Act”) permits the Securities and Exchange Commission (“Commission”) to exempt securities from requirements of the Act if, such securities are issued under an indenture under which the securities were outstanding when the Act was adopted in 1939 and were still outstanding on January 1, 1959. It must be shown that compliance with a particular provision of the Act would require the consent of holders of securities outstanding under the indenture at the time of the application or would impose an undue burden on the issuer, having due regard to the public interest and the interest of investors.

2. Purposes and Use of the Information Collection

See response to Justification.

3. Consideration Given to Information Technology

Form T-4 is filed electronically with the Commission on the EDGAR system.

4. Duplication of Information

A Form T-4 contains information regarding the status of an issuer and its securities under Section 304(c). No similar information exists.

5. Reducing the Burden on Small Entities

Not applicable.

6. Consequences of Not Conducting Collection

Form T-4 is filed only once and similar information is non-existent. Furthermore, fewer collections would eliminate a basis for an exemptive order under Section 304(c).

7. Special Circumstances

Not applicable.

8. Consultations with Persons Outside the Agency

Form T-4 was proposed for public comment. No comments were received on this request during the 60-day comment period prior to OMB’s review on this submission.

9. Payment or Gift to Respondents

Not applicable.

10. Confidentiality

All documents filed with the Commission are public documents.

11. Sensitive Questions

Not applicable.

12. Estimate of Respondent Reporting Burden

Form T-4 takes approximately 5 hours per response to prepare and is filed by 3 respondents. We estimate that 25% of the 5 hours per response (1 hour) is prepared by the filer for a total annual reporting burden of 3 hours (1 hour per response x 3 responses). The estimated burden hours is made solely for the purposes of the Paperwork Reduction Act. It is not derived from a comprehensive or even a representative survey or study of the cost of Commission Rules and forms.

13. Estimate of Total Annualized Cost Burden

We estimate that 75% of the 5 hours per response (4 outside hours) is prepared by the filer's outside counsel. We estimate that it will cost \$400 per hour (\$400 x 4 hours per response x 3 responses) for a total cost of \$4,800. The cost estimate is made solely for the purpose of the Paperwork Reduction Act.

14. Costs to Federal Government

The estimated cost to the government is approximately \$184 a year to administer Form T-4. This estimate is solely for the purpose of the Paperwork Reduction Act and is not derived from a comprehensive or even a representative survey or study of the cost of Commission rules and forms.

15. Reason for Change in Burden

Not applicable.

16. Information Collection Planned for Statistical Purposes

Not applicable.

17. Approval to Omit Expiration Date

We request authorization to omit the expiration date on the electronic version of this form for design and scheduling reasons. The OMB control number will be displayed.

18. Exceptions to Certification for Paperwork Reduction Act Submissions

Not applicable.

B. STATISTICAL METHODS

Not applicable.