

STATE OF NEW YORK)
 : SS.:
COUNTY OF NEW YORK)

Personally appeared before me F. D. Masten
who being duly sworn says that he saw the corporate seal of
GRAYBAR ELECTRIC COMPANY, INC. affixed to the foregoing instru-
ment and that he also saw E. P. JONES, Vice President, and
R. P. Lester, Secretary of said Graybar Electric
Company, Inc.; sign and attest the same, and that he with
F. H. Coogan witnessed the execution and de-
livery thereof as the act and deed of said Graybar Electric
Company, Inc.

F. D. Masten

Sworn to before me this
21st day of December 1970.

Ann M. McPhillips
Notary Public

ANN M. McPHILLIPS
NOTARY PUBLIC, State of New York
No. 41-2238340 Queens County
Certificate filed in New York County
Commission Expires March 30, 1971

STATE OF SOUTH CAROLINA)
 : SS.:
COUNTY OF GREENVILLE)

Personally appeared before me SUZANNE C. EDWARDS
who being duly sworn says that she saw the corporate seal of
RICE-CLEVELAND COMPANY affixed to the foregoing instrument and
that she also saw FRANK TOWERS RICE, President, and
CLAIRE P. RICE, Secretary of said Rice-Cleveland
Company sign and attest the same, and that she with THEODORE
M. THOMPSON witnessed the execution and delivery there-
of as the act and deed of said Rice-Cleveland Company.

Suzanne C. Edwards

Sworn to before me this
25th day of December 1970.

D. Burton Edwards
Notary Public

My Commission expires 12-22-79



(Continued on next page)