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ARVIN FINANCE CORPORATION

[CORPORATE SEAL]

By *F. H. Lamoreaux*
F. Holmes Lamoreaux, President

Attest:

John J. Thomas
John J. Thomas, Secretary

Witnesses:

Frank L. Duemmel
[Signature]
Notary Public

[NOTARIAL SEAL]

My Commission Expires

Notary Public
City of New York
Qualified to Perform
Notary Public in New York County
Commission Expires March 31, 1973

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