STATE OF NEW YORK }
}ss.:
COUNTY OF NEW YORK }

On this 18 day of December in the year 1976 before me, the undersigned, a Notary Public in and for said State, personally appeared Arthur N. Levien, known to me to be a Partner of ATC COMPANY, the partnership that executed the within instrument, known to me to be the person who executed the within instrument on behalf of such partnership, and acknowledged to me under oath that he executed the within instrument for the purposes and consideration therein expressed and in the capacity therein stated as the free act and deed of said partnership.

WITNESS, my hand and official seal.

Rosemary A. Abbott
Notary Public

[NOTARIAL SEAL]
My Commission Expires

STATE OF NEW YORK }
}ss.:
COUNTY OF NEW YORK }

On this 18 day of December in the year 1976 before me, the undersigned, a Notary Public in and for said State, personally appeared F. Holmes Lamoreaux, known to me to be the President, and John J. Thomas, known to me to be the Secretary of ARVIN FINANCE CORPORATION, the corporation that executed the within instrument, known to me to be the persons who executed the within instrument on behalf of such corporation, and acknowledged to me under oath that such corporation executed the within instrument pursuant to a resolution of its board of directors and that they executed the within instrument for the purposes and considerations therein expressed and in the capacities therein stated as the free act and deed of such corporation.

WITNESS, my hand and official seal.

Rosemary A. Abbott
Notary Public

[NOTARIAL SEAL]
My Commission Expires

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