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

On this 22 day of *May*, 1981, before me personally came *Edward P. Evans*, to me known who, being by me duly sworn, did depose and say that he resides at *866 Third Avenue, N.Y. N.Y. 10022*; that he is the *Chairman of the Board* of MACMILLAN, INC., the corporation described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to the foregoing instrument is such corporate seal; that it was so affixed by order of the Board of Directors of said corporation and that he signed his name thereto by like order.

*Walter M. Volpi*

Notary Public

WALTER M. VOLPI  
Notary Public, State of New York  
No. 301220765  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires *March 31, 1983*

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