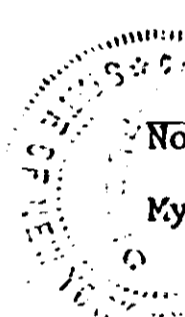


STATE OF NEW YORK)
)
COUNTY OF *New York*) PROBATE

PERSONALLY appeared the undersigned witness and made oath that (s)he saw the within named *E. Barry James* sign, seal and as his act and deed deliver the within written Power of Attorney and that (s)he with the other witness subscribed above witnessed the execution thereof.

Barbara James

SWORN to before me this 12th day of December, 1984.



Charles M. Chernick (L.S.)
Notary Public for New York

My Commission Expires:
CHARLES M. CHERNICK
Notary Public, State of New York
No. 60-4670200
Qualified in Westchester County
Certificate Filed in New York County
Commission Expires March 30, 1986

17857

RECORDED DEC 13 1984 at 3:29 P.M.

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