

RECORDED

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to the foregoing instrument was and is the true common and corporate seal of said corporation; that said Assistant Vice-President and said Assistant Secretary, being duly authorized so to do, subscribed their names in their own proper handwriting and affixed said seal thereto, and that said instrument was executed and acknowledged by said corporation, all by authority of its Board of Trustees; and that said instrument is the act and deed of said UNITED STATES TRUST COMPANY OF NEW YORK.

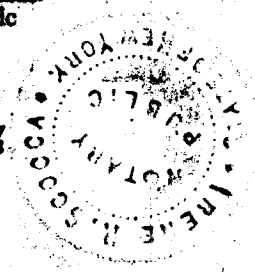
I further certify that said instrument was duly signed, sealed, delivered and acknowledged, as hereinabove set forth, in the presence of GEORGE J. MARTEN and C. J. PAINE, who then and there respectively subscribed their names to the same as attesting witnesses, and who, having been by me duly sworn, stated that they saw said seal of said UNITED STATES TRUST COMPANY OF NEW YORK affixed to said instrument by said M. J. HOOD, its Assistant Secretary, and that they also saw said ELMER WITTING, Assistant Vice-President, and said M. J. HOOD, Assistant Secretary, of said UNITED STATES TRUST COMPANY OF NEW YORK, sign, attest, deliver and acknowledge the same to be the act and deed of said UNITED STATES TRUST COMPANY OF NEW YORK, and that they witnessed said execution, delivery and acknowledgment thereof by signing their names thereto as attesting witnesses at the instance and in the presence of said ELMER WITTING and said M. J. HOOD, and in the presence of each other and in my presence; and said attesting witnesses have affixed their signatures to this certificate (at the left of my own signature) for the purpose of confirming the same so far as it relates to them.

Subscribed, sworn to and acknowledged before me and given under my hand and official seal, in witness whereof I have hereunto signed my name and affixed my seal of office this 3rd day of July, 1967.

I am not a stockholder, officer or director of the above-named corporation.

*Irene R. Scocca*  
Notary Public

IRENE R. SCOCCA  
Notary Public, State of New York  
No. 41-2883473  
Qualified in Queens County  
Certificate filed in New York County  
Commission Expires March 30, 1968



(NOTARIAL SEAL)

*George J. Marten*  
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*C. J. Paine*  
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