800X 1375 FASE 223

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AFFIDAVIT

(New JERSEY)

STATE OF NEW YORK,
COUNTY OF NEW YORK,
ss.

C. F. Ruge, of full age, and J. J. O'Connell, of full age, being duly sworn according to law, on their respective oaths depose and say: that C. F. Ruge is one of the Mortgagees and Trustees and THE CHASE MANHATTAN BANK (National Association), a national banking association organized and existing under the laws of the United States of America, is the other of the Mortgagees and Trustees named in the within Mortgage and Deed of Trust, designated "Twenty-Third Supplemental Indenture", between Transcontinental Gas Pipe Line CORPORATION, party of the first part and The Chase Manhattan Bank (National Association), and C. F. Ruce, as Trustees, parties of the second part, dated August 1, 1976; that J. J. O'Connell is a Vice President of The Chase Manhartan Bank (National Association), and is duly authorized to make this affidavit on its behalf and is the duly authorized agent of The Chase Manhattan Bank (National Association), for the purpose of making this affidavit on its behalf; that C. F. Ruge has accepted the aforesaid Mortgage and Deed of Trust as one of the Mortgagees and Trustees therein named and that J. J. O'Connell has accepted the aforesaid Mortgage and Deed of Trust on behalf of The Chase Manhattan Bank (National Association); that J. J. O'Connell is the agent of The Chase Manhattan Bank (National Association), for the purpose of perfecting the aforesaid Mortgage and Deed of Trust and the lien thereof; and C. F. Ruge and J. J. O'Connell severally say that the aforesaid within Mortgage and Deed of Trust has been accepted in good faith and without intent of the Mortgagees and Trustees to hinder, defraud or delay creditors of the Mortgagor.

I. I. O'Connell)

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