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

PERSONALLY APPEARED before me Roslyn Tucker,
who, being duly sworn, says that she saw the corporate seal
of JZPG, Inc., a corporate general partner of PIECE GOODS
SHOPS COMPANY, affixed to the foregoing instrument and that
she also saw David Zalaznick, the President
of said corporation, sign and attest the same, and that he
with Herbert May witnessed the execution and delivery
thereof as the act and deed of said corporation.

Roslyn Tucker

Sworn to before me this
20 day of August, 1982

Stuart H. Meistrich

Notary Public
STUART H. MEISTRICH
Notary Public, State of New York
No. 31-4741419
Qualified in New York County
Commission Expires March 30, 1988

Simpson Thacher & Bartlett
350 Park Avenue
New York, New York 10022
Attn: Stuart H. Meistrich, Esq.

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