

Signed, sealed and delivered, as to Penney, in the presence of:

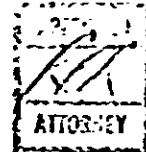
Sucille King
Witness

Rita Buipalms
Witness

"PENNEY"

J. C. PENNEY COMPANY, INC.,
a Delaware corporation

By: J. J. Spleen
Its: Vice President



Attest: Conrad W. Winters
Its: Assistant Secretary

[CORPORATE SEAL]

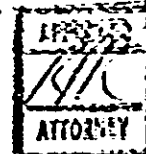
Signed, sealed and delivered, as to Penney, in the presence of:

Sucille King
Witness

Rita Buipalms
Witness

J. C. PENNEY PROPERTIES, INC.,
a Delaware corporation

By: J. J. Spleen
Its: Vice President



Attest: Conrad W. Winters
Its: Assistant Secretary

[CORPORATE SEAL]

Signed, sealed and delivered, as to Federated, in the presence of:

Joseph K. Yuen
Witness

Jacklyn A. Frazier
Witness

"FEDERATED"

FEDERATED DEPARTMENT STORES, INC.,
a Delaware corporation

By: James B. Sebund
Its: Senior Vice President

Attest: Paul J. Rowley
Its: Assistant Secretary

[CORPORATE SEAL]

Signed, sealed and delivered, as to Sears, in the presence of:

Sue P. Harris
Witness

Judy L. Logan
Witness

"SEARS"

SEARS, ROEBUCK AND CO.,
a New York corporation

By: J. E. Cassidy
Its: Facilities Planning Manager

Attest: J. G. Wilkins
Its: Assistant Secretary

[CORPORATE SEAL]

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