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STATE OF NORTH CAROLINA COUNTY OF MECKLENBURG SS.:

I, MARGARET D. HENDERSON, a Notary Public in and for the State and County aforesaid, certify that DOROTHEA B. STROUPE personally came before me this day and acknowledged that she is an Assistant Secretary of DUKE POWER COMPANY, a North Carolina corporation, and that, by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by one of its Vice Presidents, sealed with its corporate seal, and attested by herself as its Assistant Secretary.

My commission expires April 26, 1978.

Witness my hand and official seal, this 7th day of May, 1974.

Wagnet A Hechille

Mecklenburg County, N. C.

STATE OF NEW YORK COUNTY OF NEW YORK SS.:

I, FRANK SCHLIERF, a Notary Public in and for the State and County aforesaid, certify that HENRY CHRISTY personally came before me this day and acknowledged that he is an Assistant Secretary of Morgan Guaranty Trust COMPANY OF NEW YORK, a New York corporation, and that, by authority duly given and as the act of the corporation, the foregoing instrument was signed in its name by one of its Vice Presidents, sealed with its corporate seal, and attested by himself as its Assistant Secretary.

Witness my hand and official seal, this 8th day of May, 1974.

FRANK SCHLIERFA NOTARY PUBLIC, Sixe of New York

No. 60-3503450

Qualified in Westchester County

Certificate filed in New York County

Commission Expires March 30, 1975

RECORDED JUN 26'74