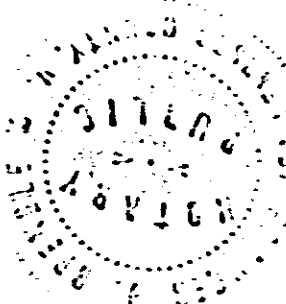


STATE OF NORTH CAROLINA }
COUNTY OF MECKLENBURG } SS.:

On the 7th day of January, 1974, before me personally came J. D. PICKARD to me known, who, being by me duly sworn, did depose and say that he resides at 3621 Fountainhill Ridge, Charlotte, N. C.; that he is the President of PIEDMONT NATURAL GAS COMPANY, INC., one of the corporations described in and which executed the above instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by authority of the Board of Directors of said corporation, and that he signed his name thereto by like authority.



Francis D. Baudelle
Notary Public

My Commission Expires 3-1-76

[NOTARIAL SEAL]

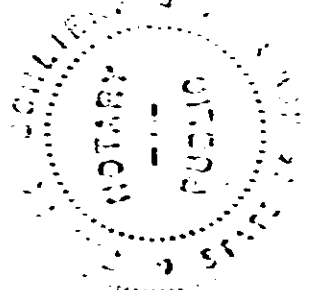
STATE OF NEW YORK }
COUNTY OF NEW YORK } SS.:

On the 9th day of January, 1974, before me personally came D. G. HOPE to me known, who, being by me duly sworn, did depose and say that he resides at Hastings-on-Hudson, N. Y. that he is a Trust Officer of MORGAN GUARANTY TRUST COMPANY OF NEW YORK, one of the corporations described in and which executed the foregoing instrument; that he knows the seal of said corporation; that the seal affixed to said instrument is such corporate seal; that it was so affixed by authority of the Board of Directors of said corporation, and that he signed his name thereto by like authority.

Frank Schlierf
Notary Public

FRANK SCHLIERF
NOTARY PUBLIC, State of New York
No. 60-3503450
Qualified in Westchester County
Certificate filed in New York County
Commission Expires March 30, 1975

[NOTARIAL SEAL]



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