

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

Personally appeared before me CAROL D. DENTON, and made oath that she saw W. H. GRIGG, an Executive Vice President, and CAROLYN R. DUNCAN, an Assistant Secretary, respectively, of DUKE POWER COMPANY, sign, attest and affix hereto the corporate seal of said Duke Power Company, and, as the act and deed of said corporation, deliver the within written and foregoing deed, and that she, with JEAN M. FURR, witnessed the execution thereof.

Carol D. Denton

Sworn and subscribed before me
 this 26th day of September, 1983

Margaret S. Anderson
 Notary Public
 Mecklenburg County, N. C.
 My Commission expires April 26, 1988

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

Personally appeared before me MARLENE J. FAHEY, and made oath that she saw J. W. FLAHERTY, a Vice President, and J. M. GAUDIOSO, an Assistant Secretary, respectively, of MORGAN GUARANTY TRUST COMPANY OF NEW YORK, sign, attest and affix hereto the corporate seal of said Morgan Guaranty Trust Company of New York, and, as the act and deed of said corporation, deliver the within written and foregoing deed, and that she, with DENNIS J. CALABRESE, witnessed the execution thereof.

Marlene J. Fahey

Sworn and subscribed before me
 this 29th day of September, 1983.

Elizabeth Buckley
 Notary Public, State of New York
 No. 52-4620859
 Qualified in Suffolk County
 Certificate filed in New York County
 Commission Expires March 30, 1985

RECORDED OCT 10 1983 at 11:56 A.M.

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