

MORGAN GUARANTY TRUST COMPANY
OF NEW YORK

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The undersigned, Vice President of Morgan Guaranty Trust Company of New York, certifies that set out below is a true and correct copy of Section 4.16 of the By-Laws of said Company, as amended to date:

"Section 4.16. All instruments executed by the Company as trustee, executor, administrator, registrar, transfer agent, depositary, agent or in any other fiduciary capacity, including agreements, indentures, mortgages, deeds, conveyances, satisfactions, releases, assignments, transfers, participation certificates, powers of attorney, proxies, petitions, proofs of claim and all other documents and writings in connection with any fiduciary capacity, may be executed by the Chairman of the Board, a Vice Chairman of the Board, the President, any Vice President, the Secretary, the Treasurer, any Assistant Vice President, any Second Vice President, any Trust Officer, or any other person thereunto authorized by the Board of Directors or the Executive Committee. Any officer or person authorized to execute any such instrument is also authorized to affix the seal of the Company thereto and to cause the same to be attested by the Secretary or an Assistant Secretary or a Trust Officer or an Assistant Trust Officer.

All authentications or certifications of the Company as trustee under any mortgage, deed of trust, indenture or agreement securing or providing for bonds, debentures or notes, and all certificates as registrar or transfer agent, and all checks as disbursing agent, and all certificates of deposit, interim certificates and trust receipts or certificates, may be executed either by any officer or person hereinabove mentioned or referred to in the first paragraph of this Section or by an Assistant Secretary, an Assistant Treasurer or an Assistant Trust Officer.

The foregoing provisions of this Section 4.16 are in addition to and not in substitution for the manner of execution of any instrument elsewhere provided in these By-Laws."

W. J. McGoldrick
W. J. McGoldrick
Vice President

Dated: March 15, 1974

RECORDED MAR 27 1974

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