

IN WITNESS WHEREOF, ARTHUR G. COHEN has signed this Lease under seal and ARVIN FINANCE CORPORATION has caused this Lease to be signed in its corporate name and its corporate seal to be hereunto affixed and attested by its duly authorized officers, all as of the day and year first above written.

ARTHUR G. COHEN, as Trustee under  
Indenture of Trust dated October 17, 1966  
Lessor

Witnesses:

*John J. Thomas*  
Notary Public

By *Arthur G. Cohen* [SEAL]  
Arthur G. Cohen

[NOTARIAL SEAL]

My Commission Expires

ARVIN FINANCE CORPORATION,  
Lessee

[SEAL]

Attest:

*John J. Thomas*  
John J. Thomas, Secretary

By *F. Holmes Lamoreaux*  
F. Holmes Lamoreaux President

Witnesses:

*Ervin F. Simmons*  
Notary Public

[NOTARIAL SEAL]

My Commission Expires

ERVIN F. SIMMONS  
Notary Public, State of New York  
No. 00481283  
Qualified in Nassau County  
Certificate Filed in New York County  
Commission Expires March 30, 1978

SOUTH CAROLINA TAX COMMISSION  
DOCUMENTARY STAMP  
TAX \$ 73.20  
DEC 22 1978  
PB. 11218

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