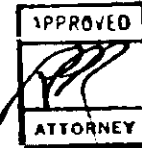


Signed, sealed and delivered, as to Penney, in the presence of:

Mary Theres Simon  
Witness  
Robert W. Gerber  
Witness

"PENNEY"

J. C. PENNEY COMPANY, INC.,  
a Delaware corporation



By: [Signature]  
Its: Vice President

Attest: [Signature]  
Its: Assistant Secretary

[CORPORATE SEAL]

Signed, sealed and delivered, as to Penney, in the presence of:

Mary Theres Simon  
Witness  
Robert W. Gerber  
Witness

J. C. PENNEY PROPERTIES, INC.



By: [Signature]  
Its: Vice President

Attest: [Signature]  
Its: Assistant Secretary

[CORPORATE SEAL]

Signed, sealed and delivered, as to Federated, in the presence of:

Arcy M. [Signature]  
Witness  
Esther Uhlmannick  
Witness

"FEDERATED"

FEDERATED DEPARTMENT STORES, INC.,  
a Delaware corporation

By: [Signature]  
Its: Vice President  
Attest: [Signature]  
SECRETARY

[CORPORATE SEAL]

Signed, sealed and delivered, as to Sears, in the presence of:

[Signature]  
Witness  
[Signature]  
Witness

"SEARS"

SEARS, ROEBUCK AND CO.,  
a New York corporation

By: [Signature]  
Its: Executive Vice President  
Attest: [Signature]

R. G. Wilkins, Assistant Secretary  
[CORPORATE SEAL]

(Signatures continued on Page 5)

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