

STATE OF GEORGIA

COUNTY OF COBB

PERSONALLY appeared before me Joel E. Gottlieb and made oath that (s)he saw the within named George A. Easter, Vice President of CFS Financial Corp., a Utah corporation, managing general partner of Pelham Place General Partnership, a Utah general partnership, sign, seal and as the act and deed of CFS Financial Corp., as managing general partner of Pelham Place General Partnership deliver said Agreement, and that (s)he with Sarah R. Graves, witnessed the execution thereof.

Sworn to before me this 27th day of December, 1984.

Sarah R. Graves
Notary Public
[NOTARY SEAL]
My Commission expires:
Notary Public, Georgia, State at Large
My Commission Expires Oct. 9, 1987

Joel E. Gottlieb

In the presence of:

Witness Sarah R. Graves
Witness

McCOMBS CORP., a California corporation

By: David L. Williams
David L. Williams,
Senior Vice President

[CORPORATE SEAL]

STATE OF GEORGIA

COUNTY OF COBB

PERSONALLY appeared before me Joel E. Gottlieb and made oath that (s)he saw the within named David L. Williams, Senior Vice President of McCombs Corp., a California corporation, sign, seal and as the act and deed of McCombs Corp. deliver said Agreement, and that (s)he with Sarah R. Graves, witnessed the execution thereof.

Sworn to before me this 27th day of December, 1984.

Sarah R. Graves
Notary Public
[NOTARY SEAL]
My Commission expires:
Notary Public, Georgia, State at Large
My Commission Expires Oct. 9, 1987

Joel E. Gottlieb

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