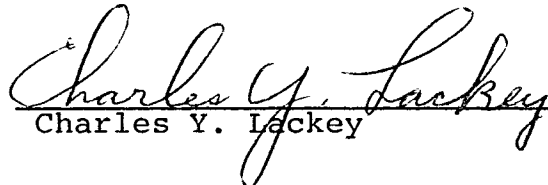


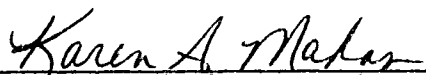
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PERSONALLY appeared Charles Y. Lackey and made oath, pursuant to the requirements of the 1976 S. C. Code, Section 12-21-440, that he is the Assistant Secretary of Consolidated Foods Corporation and that he attested to the execution of the conveyance from Consolidated Foods Corporation to PYA/Monarch, Inc., dated October 22, 1980; and that said conveyance was made in connection with a corporate reorganization of Consolidated Foods Corporation and that no consideration was paid or is to be paid by PYA/Monarch, Inc. to Consolidated Foods Corporation in connection with this conveyance.



Charles Y. Lackey

SWORN to before me this 25th day of
November 1980.



Notary Public for the State of North
Carolina, County of Forsyth

My Commission Expires October 28, 1984