

(South Carolina)

STATE OF NEW YORK)
) SS:
COUNTY OF NEW YORK)

Personally appeared before me Daniel P. McCarthy,
who, being duly sworn, says that he saw LINWOOD E. GRAY, as President, and
W. E. HOBBS, as Secretary, of STAFAC INC., a Delaware corporation, sign,
seal with its corporate seal and, as the act and deed of said corporation,
deliver the foregoing instrument; and that he, with James Cavaliere,
witnessed the execution thereof.

Daniel P. McCarthy
Witness

Sworn to before me this 29th day of December, 1961.

Joseph Barbera
Notary Public

JOSEPH BARBERA
NOTARY PUBLIC, State of New York
No. 30-5175715
Qualified in Nassau County
Commission Expires March 30, 1963

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