

IN WITNESS WHEREOF, the parties hereto have caused these presents to be signed, sealed, executed and delivered, all by the authority of their respective Boards of Directors duly given, as of the day and year first above written.

Signed, sealed and delivered in the presence of

P. H. Csaszar  
(P. H. Csaszar)  
R. M. Starkey  
(R. M. Starkey)

THE TRAVELERS INSURANCE COMPANY

By G. A. Fletcher (SEAL)  
Second Vice President (G. A. Fletcher)

ATTEST:

R. L. Buzard  
Secretary (R. L. Buzard)

Signed, sealed and delivered in the presence of

William M. Bruner  
Conrad Lyden

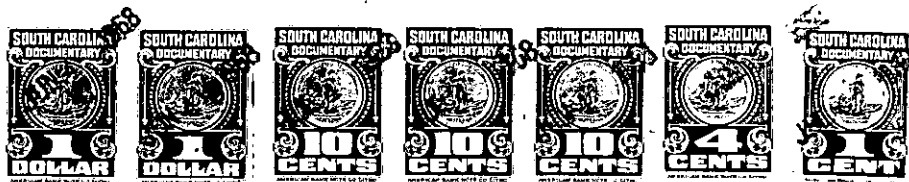
HIWASSEE LAND COMPANY

By R. E. Oprea (SEAL)  
Vice President

ATTEST:

Robert W. ...  
Secretary

STATE OF CONNECTICUT  
COUNTY OF HARTFORD



PERSONALLY appeared before me P. H. Csaszar and made oath that she saw G. A. Fletcher as Second Vice President and R. L. Buzard as Secretary of The Travelers Insurance Company, a corporation chartered under the laws of the State of Connecticut, sign, seal with its corporate seal, and as the act and deed of said corporation deliver the within written instrument, and that she with R. M. Starkey witnessed the execution thereof.

SWORN TO before me this )  
15th day of May A.D., 1968 )

R. M. Starkey  
Notary Public for Connecticut  
(R. M. Starkey)  
My commission expires: April 1, 1970

P. H. Csaszar  
(P. H. Csaszar)



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