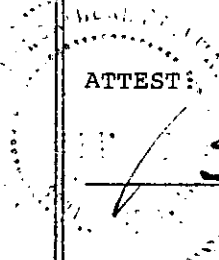


corporate seal to be hereunto affixed by its proper officials,
this 30th day of December, 1968, and in the
193rd year of the Sovereignty and Independence of
the United States of America.

ATTEST:

PIEDMONT AND NORTHERN RAILWAY
COMPANY

 [Signature] Secretary By Franklin [Signature] President NRW

Signed, Sealed and Delivered
in the Presence of:

Mary Friedmanis
M. L. Powell

(Continued on next page)