STATE OF NEW YORK) ss.: COUNTY OF NEW YORK

PERSONALLY APPEARED before me the undersigned witness, who, being duly sworn, deposes and says that he saw the within named BELLWETHER PROPERTIES, L.P., by Vice President of JEREMIAH W. O'CONNOR, JR., CORPORATE PROPERTY INVESTORS, general partner of BELLWETHER PROPERTIES, L.P., sign, seal, and as its act and deed, deliver the within written instrument and that he with the other above subscribed witness, witnessed the execution thereof.

SWORN to before me this Totalday of Honember 1979

Notary Public for

My Commission Expires____

PATRICIA ROGE
Notary Public, State of New York
No. 52:3323525
Qualified in Suffolk County
Cert. filed in New York County
Commission Expires March 30, 1981

DEC 1 2 1979 RECORP

at 10:07 A.M.

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wir was said with