[SOUTH CAROLINA]

Personally appeared before me R. H. Merton, who being duly sworn, says that he saw the corporate seal of Georgia Southern and Florida Railway Company affixed to the foregoing instrument and that he also saw Charles M. Davison, Jr., Vice President, and J. J. Maher, Secretary, of the said Georgia Southern and Florida Railway Company sign and attest the same, and that he with G. R. Eldredge witnessed the execution and delivery thereof as the act and deed of the said Georgia Southern and Florida Railway Company.

[TENNESSEE]

On this 11th day of June, 1963, before me appeared Charles M. Davison, Jr. and J. J. Maher, to me personally known, who, being by me duly sworn did say that they are the Vice President and Secretary, respectively, of Georgia Southern and Florida Railway Company, and that the seal affixed to said instrument is the corporate seal of said corporation and that said instrument was signed and sealed in behalf of said corporation by authority of its Board of Directors and said Charles M. Davison, Jr. and J. J. Maher acknowledged said instrument to be the free act and deed of said corporation.