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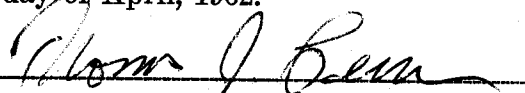
[COMPANY]

STATE OF NEW YORK, }  
 COUNTY OF NEW YORK, } ss.:

Personally appeared before me ANTHONY BRUNO, who, being duly sworn, says that he saw the corporate seal of TRANSCONTINENTAL GAS PIPE LINE CORPORATION affixed to the foregoing instrument and that he also saw J. F. BURTON, the Financial Vice-President, and A. E. BRYAN, an Assistant Secretary, of said Transcontinental Gas Pipe Line Corporation, sign and attest the same and that he, with SELMA RIZA, witnessed the execution and delivery thereof as the act and deed of the said Transcontinental Gas Pipe Line Corporation.

  
 (ANTHONY BRUNO)

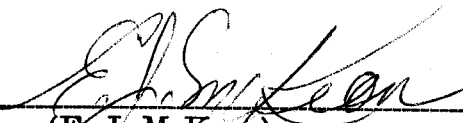
Subscribed and sworn to before me this 19th day of April, 1962.

  
 THOMAS J. CERNA  
 Notary Public, State of New York  
 No. 41-0607760  
 Qualified in Queens County  
 Certificate filed in New York County  
 Term Expires March 30, 1963


[CORPORATE TRUSTEE]

STATE OF NEW YORK, }  
 COUNTY OF NEW YORK, } ss.:

Personally appeared before me E. J. McKEON, who, being duly sworn, says that he saw the corporate seal of THE CHASE MANHATTAN BANK affixed to the foregoing instrument and that he also saw W. H. ADAMS, a Vice-President, and E. L. LOSER, an Assistant Secretary, of said The Chase Manhattan Bank, sign and attest the same, and that he, with W. F. CHAMBERS witnessed the execution and delivery thereof as the act and deed of the said The Chase Manhattan Bank.

  
 (E. J. McKEON)

Subscribed and sworn to before me this 19th day of April, 1962.

  
 ROSE E. MIKOWSKI  
 Notary Public, State of New York  
 No. 41-7931790  
 Qualified in Queens County  
 Cert. filed with New York Co. Clerk  
 Commission Expires March 30, 1964