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STATE OF NORTH CAROLINA COUNTY OF MECKLENBURG

Personally appeared before me Ledie n McLuege, and made oath that she saw W. H. GRIGG, a Vice President, and CAROLYN R. DUNCAN, an Assistant Secretary, respectively, of DUKE POWER COMPANY, sign, attest and affix hereto the corporate seal of said Duke Power Company, and, as the act and deed of said corporation, deliver the within written and foregoing deed, and that she, with Deis a. King witnessed the execution thereof. Sadi M. Me Lugge

Sworn and subscribed before me this 26th day of February, 1982.

Mayart D. Hersenson Mecklenburg County, N. C. My Commission expires

STATE OF NEW YORK COUNTY OF NEW YORK

Personally appeared before me Antoinette Carrano, and made oath that saw J. W. Flaherty, a Vice President, and Thomas R. Bowen, an Assistant Secretary, respectively, of Morgan Guaranty Trust COMPANY OF NEW YORK, sign, attest and affix hereto the corporate seal of said Morgan Guaranty Trust Company of New York, and, as the act and deed of said corporation, deliver the within written and foregoing deed, and thatshe, with Keith L. Murray itnessed the execution thereof.

Sworn and subscribed before me this 26th day of February, 1982.

NOTARY PUBLIC, State of New York
Qualified in Queens County
Certificate filed in New York County
No. 41-4731138

Commission Expires March 30, 1982

19986

at 1:08 P.M.