and on behalf of this Company and under its common seal or otherwise all such deeds, documents and instruments of conveyance and to do all such other things as in their Judgement may be necessary to transfer or to confirm to the Old Colony Trust Company all the rights, titles and interests of this Company and to carry into effect the merger provided for by said Act. "

I S.P. Shaw, Jr. Secretary of City Trust Company, hereby certify that at a special meeting of the Board of Directors of City Trust Company held on June 29, 1911, at Boston, pursuant to notice as provided in the by-laws, a quorum being present, the foregoing vote was duly adopted and has never been amended or revoked.

In witness whereof I have hereunto set my hand and the seal of the Company this Lith.

S.P. Shaw, Jr. Secretary

Old Colony Trust Company

Vice-President.

Assistany Secretary

SEV

Howard W. Beerge

C.B. Humphrey

The Old Colony Trust Company, a corporation duly organized in accordance with the laws of Massachusetts, being the Old Colony Trust Company named in the foregoing instrument of conveyance, hereby accepts the foregoing conveyance, subject to all the duties, relations, obligations, trusts and liabilities of City Trust Company, whether as debtor, depositary, registrar, transfer agent, executor, administrator, trustee or otherwise, and to all the debts and liabilities of the City Trust Company and all its duties and trusts in the same manner and to the same extent as if the said Old Colony Trust Company had itself incurred the obligation or liability or assumed the

In witness whereof the said Old Colony Trust Company has caused its corporate seal to be hereto affixed and these presents to be signed in its name and on its behalf by its Vice-President

and its Assistant Secretary both thereto duly authorized this fifth day of September, 1911. Signed, sealed, acknowledged and delivered by and on behalf of Old Colony Trust Company in the presence of us, who hereto subscribe our names as witnesses in attestation thereof.

C.S. Biggs,

July, 1912.

F.W. Denio.

Commonwealth of Massachusetts

duties, relations or trusts.

County of Suffolk, SS.

On this 11th, day of July 1912, before me personally came C.B. Humphrey and Howard W. Beerge to me known, who being by me duly and severally sworn did depose and say that they are the Vice-President and Assistant Secretary respectively of the Old Colony Trust Company, one of the corporations described in and which executed the foregoing instrument, and its agents, for this purpose duly authorized, the said C.B. Humphrey that he resides in Newton Massachusetts, the said Howard W.-Beerge that he resides in Sceluate Massachusetts, that they know the seal of the corporation, that the seal affixed to said instrument was such corporate seal, that it was so affixed by order of the board of directors of said corporation, and that they signed their names thereto by like order for and on behalf of the said corporation, and they severally acknowledged the foregoing instrument to be their free act and deed and the free act and deed of the said corporation. Witness my hand and official seal the day and year last above written.

> F. Winchester Denio, Notary Public within and for the said Commonwealth.

"Resolved. That the President or any Vice-President and the Secretary or any Assistant Secretary of this Company be and they are hereby authorized to execute, acknowledge and deliver from time to time in the name and on behalf of this Company, and under its common or corporate seal or otherwise-

(over)