Signed, sealed and delivered by Transcon-TINENTAL GAS PIPE LINE CORPORATION in the presence of:

C. J. Walsh

(C. J. Walsh)

NORA HIGNEY (NORA HIGNEY)

As Witnesses.

THE CHASE MANHATTAN BANK (NATIONAL ASSOCIATION),

(CORPORATE SEAL)

By E. L. LOSER

(E. L. Loser) Vice President.

Attest:

V. J. MARINO

(V. J. MARINO) Assistant Secretary.

Signed, sealed and delivered by THE CHASE MANHATTAN BANK (National Association) in the presence of:

G. WATSON

(G. WATSON)

T. LEMBA

(T. LEMBA)

As Witnesses.

C. F. RUGE

(C. F. Ruge) (L. S.)

Signed, sealed and delivered by C. F. Ruge in the presence of:

G. WATSON

(G. WATSON)

T. LEMBA

(T. LEMBA)

As Witnesses.