State of New York ) SS. County of New York)

Personally appeared before me KENNETH J. ANDREOZZI, who, being duly sworn, says that he saw the corporate seal of the U.P.D., Inc., affixed to the foregoing instrument and that he also saw R. E. Fisher, Assistant Treasurer and Paul J. Colletti, Assistant Secretary, sign and attest the same, and that he with DOUGLAS E. DAVIDSON WITNESSED the execution and delivery thereof as the act and deed of the said U.P.D., Inc.

KENNETH J. (KNDREDZZI

Sworn to before me this 15th day of February 1972.

NOTARY PUBLIC

Motary Pablic, State of New York Qualified in Putnam County Commission Expires March 30, 1970