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STATE OF GEORGIA)

) PROBATE

COUNTY OF FULTON)

Before me, the undersigned notary public personally appeared DAVID P. WALLACE, who being duly sworn, deposed and said that he saw THE FIRST NATIONAL BANK OF CHICAGO by its VICE-PRESIDENT ~~and~~ _____, ~~its~~ _____, sign, seal and deliver the foregoing Agreement and that he together with KRISTIN M. HOFFMAN witnessed the execution thereof.

SWORN TO and subscribed before me this 24th day of July, 1981.

David P. Wallace

Kristin M. Hoffman (SEAL)
Notary Public for
My Commission expires

Notary Public, Georgia, State at Large
My Commission Expires Sept. 20, 1982

Recorded July 29, 1981 at 3:10 P/M

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