

METROPOLITAN LIFE INSURANCE COMPANY

ONE MADISON AVENUE, NEW YORK 10, N.Y.

I, J. E. McGURK of the Metropolitan Life Insurance Company, do hereby certify that the following is a true copy of the provision of Section 21 of the By-Laws of the Metropolitan Life Insurance Company governing the execution of deeds, contracts, and instruments under seal on behalf of said corporation, to wit:

"Any two of the following Officers, namely, the Honorary Chairman of the Board, the Chairman of the Board, the Vice-Chairman of the Board, the President, any Vice-President, the Treasurer, any Actuary, the Secretary, either General Counsel, an Associate General Counsel, either Personnel Officer, the Assistant General Manager of the Canadian Head Office, or any one of the foregoing Officers either with any Associate or Assistant of an Officer who may be designated by the Board for the purpose or with the attestation of the Secretary or any Assistant Secretary, shall have power to execute transfers of bonds, stock, deeds, releases of mortgages, and all other instruments entitled to be recorded within the State of New York or within any other jurisdiction, and all other contracts and instruments in writing necessary for the Company in the management of its affairs, and to attach the Company's seal. Written instruments involving contract relationships in connection with real estate owned or controlled by the Company, authorized modifications of outstanding mortgages, and all documents, other than deeds and releases of mortgages, incidental to the closing or completion of authorized sales or mortgage loan transactions may be executed by a Vice-President, or by any person designated for such purpose in writing by the Chairman of the Board, or by the Vice-Chairman of the Board, or by the President, and the Company's seal may be attached."

I further certify that C. H. Huebner and W. F. Leahy are respectively Third Vice President and Assistant Secretary and are empowered to execute instruments of this corporation.

In witness whereof I have hereunto set my hand and have caused to be affixed the corporate seal of said Metropolitan Life Insurance Company this

2nd day of November, 1961.

J. E. McGURK THIRD VICE PRESIDENT

Together with all and singular, the improvements thereon and the rights, members, hereditaments, and appurtenances to the said premises belonging or in anywise incident or appertaining.

TO HAVE AND TO HOLD all and singular, the property herein granted and transferred unto the said Grantee and unto his successors in such office, as such, and his and their assigns, forever.

[Grantor also assigns and transfers to the Grantee herein all of said Grantor's claims and notes, and the judgment, if any, thereon representing the indebtedness heretofore secured by liens on the property hereinabove described and which liens were heretofore foreclosed. Said judgment was entered, 19, in cause No. in the court of County, vol., page of the minutes.]

Grantor does hereby bind itself and its successors, to warrant and forever defend all and singular the said premises unto the said Grantee and unto his successors in office, as such, and his or their assigns, against Grantor and Grantor's successors and against every person whomsoever lawfully claiming, or to claim, the same or any part thereof.

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