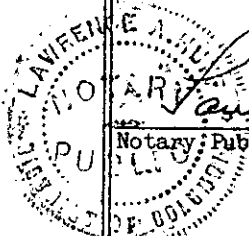


DISTRICT OF COLUMBIA.

On this 20th day of February, 1968, at my office in said District, personally appeared before me, Lawrence A Huff a Notary Public in and for the District of Columbia, T. J. Gray to me known, and known to me to be one of the subscribing witnesses to the foregoing instrument, and made oath that he saw the within named James S Crow and M. M. Davenport sign, seal and deliver the foregoing writing and indenture as Vice President and Assistant Secretary, respectively, of The Atlanta and Charlotte Air Line Railway Company, a corporation, as and for their act and deed, and as and for the act and deed of said The Atlanta and Charlotte Air Line Railway Company, and that he, with C. F. Golden, witnessed the due execution thereof on the day of the date thereof.

Sworn to and subscribed before me this)
20th day of February, 1968.)



Lawrence A. Huff
 Notary Public in and for the District
 of Columbia.

T. J. Gray

My commission expires June 30, 1972.

Recorded February 26, 1968 At 9:44 A.M. # 22427