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MONUMENTAL PROPERTIES TRUST
OFFICER'S CERTIFICATE

MONUMENTAL PROPERTIES TRUST, by its duly authorized undersigned officer, hereby certifies as follows:

1. All action of Monumental Properties Trust (the "Trust") required to authorize the execution and delivery to Corporate Property Investors by the Trust of that Purchase Agreement dated as of November 1, 1979 (the "Purchase Agreement") has been duly taken.

2. To the best knowledge of Monumental Properties Trust the representations and warranties set forth in Section 6 of the Purchase Agreement are true and correct as of the date set forth below as if given on and as of such date.

Monumental Corporation joins in this certificate only to the extent that Monumental Corporation has no knowledge contrary to the statements set forth herein. No officer, employee, representative or agent of Monumental Corporation has made any investigation of such matters. Monumental Corporation executed the Certificate only on the condition that Monumental Corporation shall have no liability for matters set forth herein, all such responsibility to be assumed by Monumental Properties Trust. By acceptance of this certificate, each recipient accepts such exclusion of

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