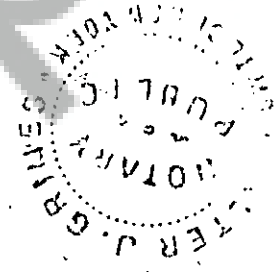


STATE OF NEW YORK)
County of New York) ss

On this 26th day of July, 1957, personally appeared
H.E. TWIFFORT, who, being duly sworn, did say
that he is a Vice President of Guaranty Trust Company of New York, and that
the seal affixed to the foregoing instrument is the corporate seal of said
corporation, and that said instrument was signed and sealed in behalf of said
corporation by authority of its Board of Directors; and he acknowledged said
instrument to be its voluntary act and deed. Before me

Walter J. Grimes
Notary Public for the State of New York
My Commission expires: MAR 30 1958

WALTER J. GRIMES
Notary Public, State of New York
No. 30-6674750
Qualified in Nassau County
Certificate filed in New York County
Term Expires March 30, 1958



STATE OF NEW YORK)
County of New York) ss

On this 26th day of July, 1957, personally appeared
the above named Oliver R. Brooks and acknowledged the foregoing instrument to
be his voluntary act and deed. Before me:

WALTER J. GRIMES
Notary Public, State of New York
No. 30-6674750
Qualified in Nassau County
Certificate filed in New York County
Term Expires March 30, 1958

Walter J. Grimes
Notary Public for the State of New York
My Commission expires: MAR 30 1958

