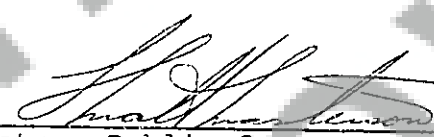


STATE OF NEW YORK)
) ss.
County of New York)

BOOK 11 PAGE 253

On this 1st day of November, 1963, before me, the under-
signed officer, personally appeared **D. B. HERTERICH**
who acknowledged himself to be a vice president of MANUFACTURERS HANOVER
TRUST COMPANY, successor Trustee through merger, under the first mortgage
of Spokane, Portland and Seattle Railway Company, dated March 1, 1911, the
within named corporation, and that he, as such vice president, being
authorized so to do, executed the foregoing instrument for the purposes
therein contained by signing the name of the said Trust Company by himself
as vice president.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Notary Public for New York

L. MATT. MASTERSON
Notary Public, State of New York
No. 03-7756975
Qualified in Bronx County
Certificate filed in New York County
Commission Expires March 30, 1964