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Secretary and THE FIRST NATIONAL BANK OF THE CITY OF NEW YORK, party of the second part, has caused these presents to be signed and acknowledged or proved by its President or a Vice President and its corporate seal to be hereunto affixed and the same to be attested by the signature of its Cashier or an Assistant Cashier, all the day and year first herein above written.

(Corporate seal affixed)

GREAT NORTHERB RAILWAY COMPANY,

By F. J. Gavin

President.

Attest:

N. Stockhammer

Assistant Secretary.

(Corporate seal affixed)

THE FIRST NATIONAL BANK OF THE CITY OF NEW YORK,

By Henry S. Sturgis

Vice President.

Attest:

C. R. Beattie

Assistant Cashier.

Signed, sealed and delivered by Great Northern Railway Company in presence of:

Erwin J. Green

Henry B. Mc (not legible)

Signed, sealed and delivered by The First National Bank of the City of New York in presence of:

William T. Loveland

George E. Kenney

STATE OF NEW YORK, )
COUNTY OF NEW YORK. )

BE IT REMEMBERED that on this the 27th day of September, 1944, before me, the undersigned officer and authority, MAUDE M. O'CONNOR, a Notary Public in and for said County of New York, duly commissioned, sworn and qualified as such, and duly authorized to take and certify acknowledgments and proofs of deeds or conveyances of lands, tenements and hereditaments in said state, and in the presence of the undersigned witnesses, both males of lawful age, personally came and appeared F. J. GAVIN, President, and N. STOCKHAMMER, Assistant Secretary, of Great Northern Railway Company, the corporation of that name described in and which executed the within and foregoing instrument, both being to me personally known, and known to be such President and Assistant Secretary, respectively, of said corporation, and to bethe same persons who now have signed, executed and acknowledged the foregoing instrument, as such President and Assistant Secretary, respectively, in my presence and in the presence of the two witnesses whose names are hereunto subscribed as such, and the said F. J. GAVIN and N. STOCKHAMMER, being by me duly severally sworn, on oath stated, and did severally depose and say and acknowledge in the presence of said witnesses, that said F. J. GAVIN resides in the City of St. Paul, in the State of Minnesota, and that said N. STOCKHAMMER resides in the City of Jersey City, in the State of New Jersey; that said F. J. GAVIN is the President, and said N. STOCKHAMMER is the Assistant Secretary, of the Great Northern Railway Company, one of the corporations described in and which executed the above instrument; that they, the said F. J. GAVIN, President, and said N. STOCKHAMMER, Assistant

Secretary, know the corporate seal of said corporation; that the seal affixed to said

instrument is the corporate seal of said corporation; that it was so affixed thereto by

order and authority of the Board of Directors of said corporation, and that they and each