

OATH OF DIRECTORS

(Banks and Trust Companies)

State of New York, ss.:

}
}

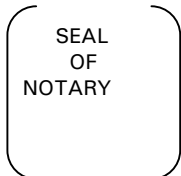
County of

.....having been elected as directors of

.....being severally duly sworn, each for him/herself says he/she is of full age; that he/she is a citizen of the United States or of the country indicated opposite his/her signature; that he/she will, so far as the duty devolves on him/her, diligently and honestly administer the affairs of such corporation, and will not knowingly violate, or willingly permit to be violated, any of the provisions of law applicable to such corporation.

Signatures of Directors	Citizen of (if not U.S.)	Signatures of Directors	Citizen of (if not U.S.)
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

Severally subscribed and sworn to by all deponents
before me, this day of 20.....
.....



Above Directors were elected at:
Meeting of Stockholders held
(Date)

or

Meeting of Directors held
(Date)

Number of vacancies
(If none, so state)

Number of directors authorized by organization certificate or other
certificate filed pursuant to law.....

Number of Directors prescribed in accordance with by-laws if number
authorized by certificate is indefinite.....

When transmitting oaths of directors chosen to fill vacancies, state whom such directors succeed, and in which class they belong, and date when office of their predecessors became vacant.

Filed..... 20.....

OATH OF DIRECTORS
OF THE

If *not* classified, list names of all directors in this column.

(Type or Print)

If classified, list names of all directors in this column, in their respective classes.

(Type or print)

The total number of directors expiring in the three classes must equal the number of directors prescribed in your by-laws, providing there are no vacancies.

Class expiring in year 20 _____

Class expiring in year 20 _____

Horizontal lines for listing directors in the unclassified column.

Horizontal lines for listing directors in the classified column.