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OF CHICAGO, THE REGENTS OF THE UNIVERSITY OF CALIFORNIA,
BANKERS TRUST COMPANY, as Trustee under Agreement dated
December 16, 1943, with Swift & Company, TEACHERS INSURANCE
AND ANNUITY ASSOCIATION OF AMERICA, COMMONWEALTH EDISON
SERVICE ANNUITY FUND, CENTRAL LIFE ASSURANCE COMPANY,
WASHINGTON NATIONAL INSURANCE COMPANY, MUTUAL TRUST LIFE
INSURANCE COMPANY and THE FIRST NATIONAL BANK OF CHICAGO,
acting on behalf of the Bank Pension Fund of The First Na-
tional Bank of Chicago (hereinafter called the "Noteholders"),
as more fully described in the Indenture, the Noteholders
being the present owners and holders of all of said promis-
sory notes:

NOW, THEREFORE, the undersigned, GLENN M. FORGAN,
having indicated his desire to resign as Trustee under the
Indenture, does hereby resign as such Trustee, and the
undersigned Noteholders do hereby designate and appoint
ALVIN C. JOHNSON (a duly elected and acting officer of
The First National Bank of Chicago) whose post office
address is 33 South Clark Street, Chicago 3, Illinois, as
Successor Trustee under the Indenture pursuant to the pro-
visions of Article III thereof to succeed to all of the
estate, title, rights, powers (including the power of
sale), benefits and interests granted to, and the duties
assumed by, the Trustee under the Indenture, and the under-
signed, ALVIN C. JOHNSON, does hereby accept his appointment
as Successor Trustee under the Indenture. This instrument
of resignation and appointment shall be effective as of
August 1, 1963.