

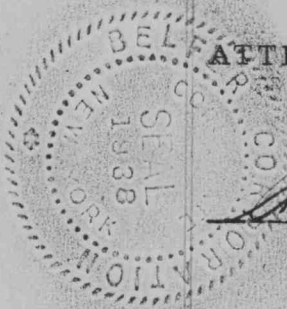
from PACIFIC NORTHWEST PIPELINE CORPORATION, arising out of the aforementioned Gas Purchase Agreement dated August 26, 1955, as amended;

TO HAVE AND TO HOLD unto said Arthur B. Belfer, Rachel Belfer, Lawrence Ruben, Selma Ruben, Jack Saltz, Anita Saltz, and A. B. Belfer, Trustee for Robert Belfer, all general partners, doing business as BELFER NATURAL GAS COMPANY, their heirs, administrators, executors, successors and assigns.

IN WITNESS WHEREOF, the undersigned has duly executed this instrument this 8th day of September, 1958.

ATTEST:

BELFER CORPORATION



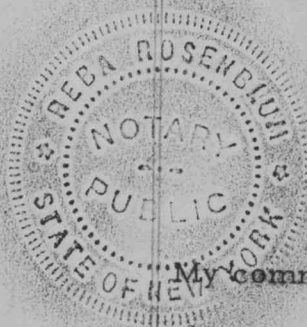
J. M. Halks
Ass't. Secretary

By: Arthur B. Belfer
President

STATE OF NEW YORK)+
COUNTY OF NEW YORK) ss:

On this 8th day of September, 1958, before me appeared ARTHUR B. BELFER, to me personally known, who being by me duly sworn did say that he is the President of BELFER CORPORATION, and that the seal affixed to the above and 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 said ARTHUR B. BELFER acknowledged said instrument to be the free act and deed of said corporation.

Given under my hand and seal this 8th day of September, 1958.



My commission expires

Reba Rosenblum
Notary Public
REBA ROSENBLUM
Notary Public, State of New York
No. 03-8654123
Qualified in Bronx County
Commission Expires March 30, 1960