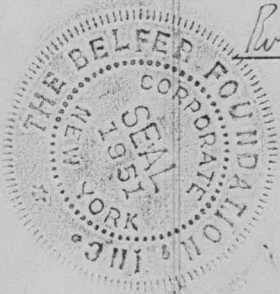


TO HAVE AND TO HOLD unto BELCO PETROLEUM CORPORATION (the Successor Corporation) its successors and assigns.

IN WITNESS WHEREOF, the undersigned has duly executed this instrument this 10TH day of June, 1960, and effective as of the First day of June, 1960.

ATTEST:

BELFER FOUNDATION, INC.



Robert A. Belfer
Secretary

By [Signature]
vice-president