

NOW THEREFORE, for and in consideration of the sum of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, effective as of the date hereof, Assignor does hereby grant, bargain, sell, assign, transfer, and convey to Assignee, its successors and assigns, and Assignee does hereby assume from Assignor all of Assignor's rights, title, interest, privileges and obligations as Administrator arising under the Covenant. In accordance with Section 7.5(b) of the Covenant, Assignor is hereby relieved of any and all liabilities and obligations as Administrator under the Covenant effective as of the date hereof. This Assignment shall be binding upon the parties hereto and their respective successors and assigns. All capitalized terms used but not defined herein shall have the meanings ascribed to such terms in the Covenant.

[SIGNATURES ON FOLLOWING PAGES]

