July 8, 1872

State of Tennessee

Dyer County

Personally appeared before me W.W. Watkins, Clerk of the County Court of said County, C. P. Clark, Mayor of the Town of Dyersburg, Tennessee who acknowledged the execution of the within instrument for the purposes therein contained. I further certify that I am personally acquainted with the said C.P. Clark. Witness my hand and seal of the Dyer County Court affixed at Dyersburg July the 10th 1872. W.W. Watkins, Clerk by Jack Watkins D.C.

I certify that the foregoing and annexed (ten) pages contain a true and correct copy of the proceedings of the Board of Directors of the Paducah and Memphis Railroad Company in reference to the matter of the Dyersburg subscription to the capital stock of said company as they appear of record in the books of said company.

W.L. Jones, Secretary

On motion the Board adjourned.

C.P. Clark, Mayor

Attest:

F.G. Sampson, Recorder