

Section 3. The Lender hereby consents to the transfer of the Project and this Assignment.

Section 4. The parties to this Agreement waive the requirements of Section 7.02 of the Agreement for purposes of this Assignment. Thereafter, Section 7.02 shall remain in full force and effect.

Section 5. In all other respects the Note and the Agreement shall remain in full force and effect in accordance with their terms.

Signed, sealed and delivered in the presence of:

Keystone Consolidated Industries, Inc.

(SEAL)

Attest:

Sandra K. Moore
Its: Assistant Secretary

Stephen K. Amrey
Its: ~~Vice President~~
Treasurer / Controller

WITNESSES:

Kathleen Williams
Patricia A. Crisp

KEYCON Hardware Products, Inc.

(SEAL)

Attest:

John E. [Signature]
Its: ~~Assistant Secretary~~

Alan L. Galbreath
Its: Vice President

WITNESSES:

Linda S. Adams
Harold M. Cundy

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