

STATE OF SOUTH CAROLINA)
 COUNTY OF GREENVILLE) PROBATE

Personally appeared before me the undersigned witness and made oath that (s)he saw the within named Club Key East Limited Partnership, by Braxton M. Cutchin, Gerald C. Wallace, Jr., and Mico Corporation (by its duly authorized President, Minor H. Mickel), constituting all the General Partners of said Club Key East Limited Partnership, sign, seal and as their act and deed, deliver the within Agreement on behalf of Club Key East Limited Partnership and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN TO before me this
 _____ day of _____,
 1975.

Joseph P. Bracken (L.S.)
 Notary Public for South Carolina
 My Commission Expires: 12/31/79

STATE OF NEW YORK)
 COUNTY OF NEW YORK) PROBATE

Personally appeared the undersigned witness and made oath that (s)he saw the within named Metropolitan Life Insurance Company, by its duly authorized officer, sign, seal and as its act and deed deliver the within Agreement and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN to before me this
25th day of FEBRUARY,
 1975.

Carol Elliott
 CAROL ELLIOTT

Joseph P. Bracken (L.S.)
 Notary Public for
 My Commission Expires: _____
 JOSEPH P. BRACKEN
 NOTARY PUBLIC, State of New York
 No. 41-0381010 Qualified in Queens Co.
 Certificate filed in New York County
 Commission Expires March 30, 1975