

RECORDING FEE
\$200

GREENVILLE, S. C.

NOV 7 4 21 PM '69

OLLIE FARNSWORTH
R. M. C.

878-215

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

BILL OF SALE
AND
ASSIGNMENT OF LEASE

KNOW ALL MEN BY THESE PRESENTS:

That, McCall Brothers and Company, hereinafter known as "Party of the First Part," a corporation duly organized and formed in the State of South Carolina, in consideration of the issuance of eighty four thousand (84,000) shares of the unregistered common stock of Heritage Industries, Inc., issued for the purchase price of One Hundred Seventy Five Thousand and No/100 (\$175,000.00) Dollar, less however, the balance due on the lease with Hubshman Factors, said balance being approximately \$7,709.45, paid and assumed by Heritage Industries, Inc., hereinafter known as Party of the Second Part, a corporation duly organized and formed in the State of South Carolina, the receipt of which is hereby acknowledged, do hereby:

1. Transfer, convey and assign all rights, title and undivided interest, including but not limited to any and all buy-back rights, in and to the hereinafter-described goods and chattels which are presently on lease from Hubshman Factors Division, First National City Bank, as shown on the attached sheets noted below the contents of which are incorporated herewith by reference, to-wit:

Those two certain sheets captioned "Keowee Mill Machinery Equipment Knitting Department, Greenville," and initialed by representatives of both parties noted above.

2. Sell and assign to the said Party of the Second Part and any all of the following goods and chattels as shown on the attached sheets noted below and not presently on lease to Hubshman Factors Division, First National City Bank, the contents of which are incorporated herewith by reference, to-wit:

Those two certain sheets captioned "Keowee Mill Machinery Equipment Knitting Department, Greenville," and initialed by representatives of both parties noted above.

3. The Party of the Second Part hereby assumes all liabilities for payment of lease on above-noted goods and chattels.

IN WITNESS WHEREOF, we hereunto set our hands this 29th day of October, 1969.

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