

or net losses of the partnership shall be fixed and determined. The net profits or net losses shall be divided equally between the parties and the account of each shall be credited or debited with his proportionate share thereof. At the end of each fiscal year a yearly statement shall likewise be prepared showing the information set out above and said statement shall be distributed to each partner.

(8) There shall be one bank account maintained in the name of Jimmy O'Quinn, W. Glenn Hawkins and Herbert J. Wright d/b/a Royal Host Motor Inn, in a bank to be mutually agreed upon by the partners. This account shall consist of each partner's contribution of capital, increased by additional capital contributions and income obtained from the operation of the Royal Host Motor Inn and/or Inns. On or before the 10th day of each month after payment of all bills and expenses, the net profit shall be divided among the three partners equally, it being understood that at no time shall the capital account be kept at less than \$10,000.00. Each partner's share of any partnership net losses shall be charged to his interest in the partnership.

(9) No partner shall receive any salary for services rendered to the partnership.

(10) The partners hereby mutually agree that they shall enter into a management contract with an individual and/or corporation to actually handle the operation and management of the partnership business.

(11) No partner shall, without the consent of the other partners: (a) Borrow money in the firm name for firm purposes or utilize collateral owned by the partnership as security for such loans; (b) assign, transfer, pledge, compromise or release any of the claims or debts due the partnership except upon payment in full, or arbitrate or consent to the arbitration of any of the disputes or controversies of the partnership; (c) make, execute or deliver any assignments for the benefit of creditors or any bond, confession of judgment, chattel mortgage, deed, guaranty, indemnity bond, surety

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