

of the partnership shall be the same as stated in Paragraph 10 with reference to voluntary termination.

(13). Arbitration. Any partnership matter which cannot be resolved due to lack of a unanimous opinion on the behalf of the partners shall be submitted to arbitration as follows: Three arbitrators shall be appointed, one by each partner. If the three aforementioned arbitrators cannot reach an agreement on the matter under consideration, then such arbitrators shall appoint two additional arbitrators and the decision of the majority shall be binding upon all parties. It is understood and agreed that the arbitrators will consider all matters before them in the light of the best interest of the partnership.

In the event a retiring partner and the remaining partners, or the representatives of a deceased partner on one hand and the surviving partners of the partnership on the other hand, as the case may be, cannot agree within ten (10) days as to the appraised value of such retiring partner or deceased partner's capital account, the value of the retiring partner or deceased partner's interest shall be determined by arbitration as follows:

The remaining partners or surviving partners on behalf of the partnership on the one hand, and the retiring partner or the representatives of the deceased partner on the other hand shall each name one arbitrator; if the two arbitrators cannot agree upon the value within ten (10) days after appointment, then such two arbitrators shall appoint a third arbitrator and the decision of the majority shall be binding upon all parties.

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