

XX

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

PARTNERSHIP AGREEMENT

We, Millard P. Garland and James A. Pierce Jr., of the state and county aforesaid, being adults of sound mind, mentally alert, do hereby agree, consent and enter into the following joint business venture by organizing and forming the Marietta Pallet Company, Route #2, Marietta, South Carolina 29661.

We each, Millard P. Garland and James A. Pierce Jr., agree to invest equal amounts of capital necessary for equipment, supplies, etc. to the setting up and operating of the Marietta Pallet Company. Thereby each of us, Millard P. Garland and James A. Pierce Jr., will own a 50% interest in the Marietta Pallet Company. Likewise, the net profit or loss of the Marietta Pallet Company shall be divided on a 50-50 basis: to Millard P. Garland 50% and to James A. Pierce Jr. 50%.

It is further agreed that James A. Pierce Jr. is to manage the operation of the Marietta Pallet Company and that Millard P. Garland is to provide a building rent free to the Company as an adjustment on the work being done by James A. Pierce Jr. However, in case of future expansion the cost of any additional building facilities shall be shared on a 50-50 basis by each partner.

In case of the death of either partner, Millard P. Garland or James A. Pierce Jr., then the wife of that deceased partner shall automatically become the replacing partner in the partnership for the deceased husband. Thus the partnership shall continue business operations without any break or changes in any way.

The terms and conditions of this agreement shall bind and its benefits shall enure to our heirs, executors, administrators, successors and assigns.

In Witness Whereof, we have hereunto set our hands and seals, this 30th day of December, 1966.

IN THE PRESENCE OF:

SIGNED:

Louise P. Ellenburg
Joe A. Phillips

Millard P. Garland
Partner
James A. Pierce Jr.
Partner

STATE OF SOUTH CAROLINA
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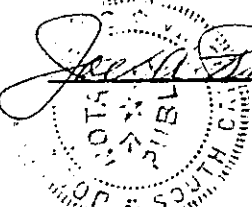
PROBATE

PERSONALLY appeared before me Louise P. Ellenburg who first being duly sworn says that she saw the within named Partners, Millard P. Garland and James A. Pierce Jr., stated above, sign, seal and as their acts and deeds deliver the foregoing agreement, and that she with Joe A. Phillips witnessed the execution thereof.

SWORN TO BEFORE ME THIS 30TH DAY OF DECEMBER 30, 1966

Joe A. Phillips (SEAL)

Louise P. Ellenburg



Recorded March 14th., 1967 At 9:30 A.M. # 21916