STATE OF SOUTH CAROLINA :
COUNTY OF GREENVILLE :

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THIS AGREEMENT made and entered into this day of day of filler, South Carolina, hereinafter referred to as Broker, and Top Notch, Incorporated, a South Carolina corporation organized and existing under the laws of the State of South Carolina, with its principal place of business in Belton, South Carolina, hereinafter referred to as Top Notch, Inc.

WITNESSETH:

WHEREAS, the Broker has been engaged for many years in supplying eggs to all of the grocery stores operating under the name of Bi-Lo Supermarkets, their successors and assigns, and

MERHAS, the Broker has been engaged in contracting with said Supermarkets, handling, and furnishing the necessary supplies of eggs, and

MHEREAS, Top Notch, Inc. is in the poultry business and among other business activites is engaged in the business of producing, selling and distributing eggs, and

MHEREAS, more recently the Broker has been able to obtain from Top Notch, Inc. all of the eggs needed to supply said Supermarkets without having to resort to other sources,

NOW, THEREFORE, in consideration of the mutual promises hereinafter set forth, and in consideration of the sum of One (\$1.00) & no/100 Dollars paid by Broker to Top Notch, Inc. upon the execution and delivery of this contract, receipt of which is hereby acknowledged by Top Notch, Inc., the parties hereto agree as follows:

1. Engagement of Services - Top Notch, Inc. hereby engages the services of Broker acting as an independent contractor in the selling and contracting to sell eggs to all

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