

GREENVILLE

VO. 1196 PAGE 547

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STATE OF SOUTH CAROLINA)
) MEMORANDUM OF PARTNERSHIP AGREEMENT
 COUNTY OF GREENVILLE)

THIS MEMORANDUM is for the purpose of documenting for the public record that Heritage Park Developers is a South Carolina general partnership, duly and legally formed under the laws of the State of South Carolina.

Said partnership is composed of the following parties with the percentage interests as shown below:

Tandem Development, Inc.	50%
Greenville Central Area Partnership, Inc.	50%

The Partnership Agreement provides that the making, execution and/or delivery of any instrument, agreement, or document required or permitted shall be effective and shall bind the partnership if executed by either partner, provided however, that no partner shall, without the consent of the other partner, on behalf of the partnership borrow or lend money, or make, deliver, accept or endorse any commercial paper, or execute any mortgage, security agreement, bond or lease or purchase or contract to purchase any property for the Partnership, or sell or contract to sell any property for the Partnership, or bind the Partnership for any amount in excess of One Thousand and No/100 (\$1,000.00) Dollars.

The purpose of the Partnership is to acquire approximately 1.91 acres of land in the City of Greenville, South Carolina for purposes of developing said property.

Certified copy of the original Partnership Agreement shall be available to those with proper cause to inquire at offices Edwards, Yarborough, Moore & Snock, Bankers Trust Plaza - Suite 415, Greenville, South Carolina 29603.

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