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15. <u>Termination of Interest of Limited Partner</u>. The interest of any limited partner may be terminated as follows:

- (a) by dissolution of the partnership for any reason as provided herein:
- (b) by the agreement of all partners.

The interest of a deceased limited partner may be terminated by the consent of the personal representative of such deceased limited partner and of all the other partners.

16. Return of Capital Contribution of a Limited Partner.

On the termination of the interest of a limited partner, there shall be payable by the partnership to such limited partner, or his or her estate, as the case bay be, a sum to be determined by all the partners, and said sum shall be payable upon such terms and conditions as shall be determined by all the partners, any such payment, however, to be in accordance with the provisions of the Uniform Limited Partnership Act of South Carolina at the time such payment is made.

17. Binding Effect of Agreement and Amendment Thereof.

- (a) This agreement shall be binding on the parties hereto and their respective heirs, executors, administrators, successors and assigns.
- (b) This agreement may be amended at any time by the vote of at least ninety (90) per cent of the partners, who must represent at least ninety (90) percent of the total partnership interest; provided, however, that no one partner, regardless of the extent of his partnership interest, shall be able to prevent amendment of this agreement by the other partners; provided, further, that in no event may the agreement be amended so as to alter or change the vested rights of any partner insofar as his capital contribution and ownership interest is concerned without his specific consent.

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