STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, that

WHEREAS, the undersigned herein called "Debtors" are all justly and truly indebted to RICHARD D. VALLADAO by virtue of the personal guarantees of the Debtors on that certain promissory note given by Misco, Inc., dated October 14, 1980 to RICHARD D. VALLADAO in the original principal sum of Eight Hundred Fifty-Two Thousand and No/100 (\$852,000.00) Dollars, and

CHEREAS, RICHARD D. VALLADAO has required, as additional collateral for said note, that the undersigned conditionally assign and pledge their interests in a general partnership created in accordance with the laws of the State of South Carolina doing business under the name of "Bikeva Enterprises".

NOW, THEREFORE, in consideration of the premises and in order to comply with the requirement of RICHARD D. VALLADAO, the Debtors do hereby grant, bargain, sell, convey, assign, transfer and set over unto RICHARD D. VALLADAO, his heirs and assigns, all of the interests of the Debtors in and to that certain general partnership created in accordance with the laws of the State of South Carolina known as "Bikeva Enterprises" created by written Articles of General Partnership, dated

March 15, 1975, and thereafter amended by First Amendment to Articles of General Partnership, dated

Articles of General Partnership, dated

Dec 19, 1980, a memorandum of which is recorded in the Greenville County

RMC Office in Deed Book [14], at Page 219, subject to, however, and in accordance with the following terms and conditions:

1. This assignment and pledge shall become null and void of and when the note shall be paid in full, together with principal, interest and agreed charges.

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