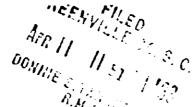
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POINTE DENTAL ASSOCIATES PARTNERSHIP AGREEMENT

AGREEMENT made as of the The day of Good, 1983, among CHARLES D. ATKINSON, CLARENCE T. HAMRICK, III, THOMAS E. HARVEY, MICHAEL G. MEDCALF, and DAVID F. WATSON, JR., all citizens and residents of Greenville, South Carolina.

- 1. Formation. The parties hereto do hereby form a partnership pursuant to the provisions of the Uniform Partnership Act, Title 33, Chapter 41, of the 1976 Code of Laws of South Carolina, as amended, said partnership being formed for the purposes and subject to the terms and conditions hereinafter set forth.
- 2. <u>Name and Business</u>. The name of the partnership shall be POINTE DENTAL ASSOCIATES, and the purpose and business of the partnership shall be to acquire the land described on Exhibits "A" & "B" attached hereto and incorporated herein by reference, and to own as an investment, sell or otherwise dispose of same. The office of the partnership shall be located in Greenville County, South Carolina.
- 3. <u>Term</u>. The partnership shall begin on the date hereof, and shall continue until January 1, 2003, and thereafter from year to year until terminated as herein provided.
- 4. <u>Capital</u>. The capital of the partnership shall be contributed in cash by the partners as follows:

Charles D. Atkinson	\$7,000.00
Clarence T. Hamrick, III	7,000.00
Thomas E. Harvey	7,000.00
Michael G. Medcalf	7,000.00
	7,000.00
David F. Watson, Jr.	7,000.00

A separate capital account shall be maintained for each partner. The capital accounts of the partnership shall be maintained at all times in the proportions in which the partners share in the profits and losses of the partnership. No interest shall be paid to any partner on his capital account. The initial capital accounts of the partners shall be equivalent to the following interest in the capital of the partnership:

Charles D. Atkinson
Clarence T. Hamrick, III
Thomas E. Harvey
Michael G. Medcalf
David F. Watson, Jr.

20 percent
20 percent
20 percent
20 percent

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