STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

PARTNERSHIP AGREEMENT

THESE ARTICLES OF GENERAL PARTNERSHIP, made and executed this 5th day of April, 1983, by and James W. Wall and William C. McEachern, both of which are citizens and residents of the County of Greenville, State of South Carolina.

WITNESSETH:

WHEREAS, the parties hereto, being desirous of associating themselves, do hereby mutually agree to conduct a general partnership under the laws of the State of South Carolina;

NOW, THEREFORE, in consideration of the promises and covenants herein contained, it is mutually agreed as follows:

ARTICLE I.

CREATION OF GENERAL PARTNERSHIP

A general partnership under the laws of the State of South Carolina is hereby created between James W. Wall and William C. McEachern.

ARTICLE II.

NAME

The name and style under which this general partnership shall be conducted shall be "McWall Associates."

ARTICLE III.

PURPOSE

The purpose of this general partnership shall be to purchase real estate for the purpose of renovating and reselling same and/or for the purpose of leasing same, and to do any and all

STATAL SURG. S.C.