STATE OF SOUTH CAROLINA COUNTY OF GREENVILLE

AFFIDAVIT

PERSONALLY appeared before me John T. Langston, Jr. who, on oath, deposes and says that he is I/LCE. Equipment Co., Inc. and that the corporation is the true and lawful owner of the six businesses described in the attached agreement, together with all items contained and described therein.

Deponent further states that as of this date, no debts are due and owing by any of the businesses described therein or by Universal Equipment Co., Inc., Village Investments, Inc. or L M Industries, Inc., other than current charges for utilities, which shall be paid by Vendor up until the date of this closing. Should any debts or accounts payable prior to this date become due and owing, the same will be paid by Vendor upon presentation of the bills to it by Vendee.

Vendor has been advised that the transfer of these businesses and the equipment and other items described in the attached agreement are not bulk transfers subject to Section 10.6-101 et seg. of the 1962 Code of Laws of South Carolina entitled "Uniform Commercial Code-Bulk Transfers" and that this Affidavit is therefore executed to induce Vendce to purchase said businesses and all items described therein.

UNIVERSAL EQUIPMENT CO., INC

By: Local Company Co., INC

By: Local Company Co., INC

President

SWORN to before me this 22nd day of

Notary Public for South Carolina

My Commission Expires: // -/8-80