STATE OF NORTH CAROLINA)
) PROBATE
COUNTY OF MECKLENBURG)

BEFORE me personally appeared Russell E Marshall who on oath says that s/he saw the within named James T. Cobb, general partner of THE PARK HAYWOOD COMPANY, the sole general partner of PARK HAYWOOD ASSOCIATES, sign, seal and as his act and deed as general partner of PARK HAYWOOD COMPANY, the sole general partner of PARK HAYWOOD ASSOCIATES deliver the within written agreement; and that s/he together with Brenda Slagle witnessed the due execution thereof.

Russell E Marshall
Witness

Sworn to and subscribed before me
this 31 day of October, 1984.

Margie A Brake (Brower) (Seal)
Notary Public

My Commission Expires: _____