

STATE OF SOUTH CAROLINA
GREENVILLE CO. S.C.

STATE OF SOUTH CAROLINA DEC 10 2 24 PM 1964
COUNTY OF GREENVILLE)
CLERK OF COURTH
S.C.

A G R E E M E N T

THIS AGREEMENT made this 19 day of October, 1964, by and between WILLIAM A. MOORE, JR. and CLARENCE S. HENLINE, sole stockholders, officers, and directors of the Moore-Henline Co., Inc., a South Carolina corporation;

W I T N E S S E T H:

WHEREAS it is the desire of the parties hereto to enter into a binding agreement to protect the interest of each stockholder in the corporation and to set forth their intention in writing;

NOW, THEREFORE, it is agreed as follows:

(1) The corporation known as Moore-Henline Co., Inc. was organized by the parties hereto as the successor firm to the Moore-Henline Co., a partnership, whose sole assets formed the beginning capital stock of said corporation. The said Moore-Henline Co., partnership, successor firm to the William A. Moore Co., was formerly owned 100% by William A. Moore, Jr. The original capital investment of the said William A. Moore, Jr. in the sole proprietorship, plus his successful operation of said business, made the successor partnership herein referred to and subsequent organization of the Moore-Henline Co., Inc. fundable from the original capital invested by William A. Moore, Jr. It is recognized by both parties hereto that Clarence S. Henline, upon joining the Moore-Henline Co. partnership contributed his time and conscientious efforts to the supplementing of the original capital invested by William A. Moore, Jr. As remuneration for his efforts William A. Moore, Jr. agreed to join Clarence S. Henline in the partnership referred to and give him a 35% undivided interest in the partnership, said 35%

gone