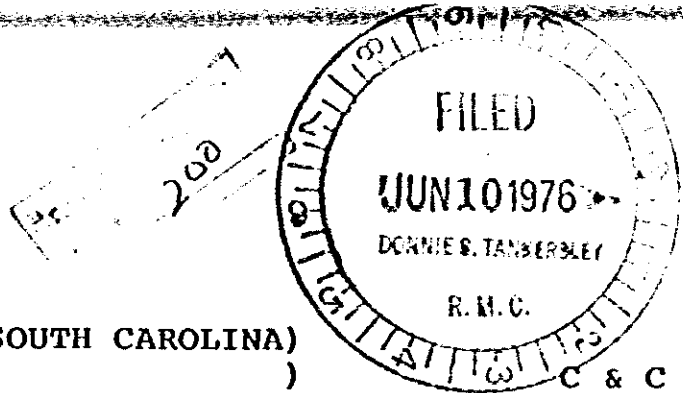


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STATE OF SOUTH CAROLINA))
)) C & C CENTER PROPERTIES
)) MEMORANDUM OF AGREEMENT OF PARTNERSHIP
 COUNTY OF LEXINGTON)

WHEREAS, the undersigned have on May 26, 1976, made and entered into an Agreement of Partnership effective as of May 1, 1976, the terms and provisions of which are incorporated herein by reference as a part hereof, which Partnership is now known as C & C Center Properties, and which Partnership shall hold title to certain real and personal property in the name of the Partnership; and

WHEREAS, said Partnership Agreement provides that there shall be executed and filed in the Office of the Clerk of Court for Lexington County, and any other appropriate counties, a Memorandum of such Partnership Agreement designating the Partners who may execute instruments necessary for carrying on the affairs of the Partnership and giving notice of the existence of certain restrictions upon the Partners' rights to transfer, assign, pledge, or hypothecate their respective interests in the Partnership.

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS:

1. That the undersigned constitute all of the Partners in the aforesaid Partnership.
2. That either William Tobin Cassels, Sr., or William Tobin Cassels, Jr., acting severally may sign and execute deeds, notes, mortgages, leases, easements, contracts, other similar instruments, and other routine instruments necessary for carrying on the affairs of the Partnership.
3. That notice is hereby given that the Partnership Agreement imposes certain restrictions upon the rights of the Partners to transfer, assign, pledge, or hypothecate their respective interests in the Partnership.
4. That this Memorandum shall be binding upon the undersigned

WTC
WTC

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