

MAY 6 2 38 PM '77

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DONNIE S. TANKERSLEY

STATE OF SOUTH CAROLINA )  
 )  
COUNTY OF GREENVILLE )

R.H.C.

MEMORANDUM OF PARTNERSHIP AGREEMENT

The following data is intended to be a memorandum of the essential information contained in a partnership agreement, the particulars of which are referred to below:

1. Name of Partnership: Old Mill Properties, a partnership composed of Frank B. Halter, T. C. Threatt, C. R. Maxwell, One Eleven Corporation, Vincent A. Guarino, Salvatore J. Guarino, Frank Guarino and Properties South Enterprises, a partnership.
2. Principal Place of Business: Greenville, South Carolina
3. Term of Partnership: Partnership is organized, effective June, 1974 for an indefinite term until terminated as provided in the partnership agreement.
4. Partnership Property: All real or personal property, the title to which is taken in the name of Old Mill Properties, a partnership, shall be dealt with in accordance with the laws and statutes of the State of South Carolina relating to general partnership property. Frank B. Halter, Frank Guarino and Thomas B. Huguenin shall be the managing partners and any deed, bill of sale, mortgage, security agreement, lease, contract of sale or other commitment purporting to convey or encumber the interests of the partnership in all or any portion of any real or personal property at any time and its name shall be signed by the managing partners, on behalf of the partnership, and no other signature shall be required.

IN WITNESS WHEREOF the undersigned have executed this document and caused their hands and seals to be set hereto this the 10th day of April, 1977.

In the Presence of:

James C. Blahely, Jr.  
Frances S. Bagwell  
James C. Blahely, Jr.  
Frances S. Bagwell  
James C. Blahely, Jr.  
Frances S. Bagwell

OLD MILL PROPERTIES, a partnership

By: Frank B. Halter  
Frank B. Halter, Managing Partner

And: Frank Guarino  
Frank Guarino, Managing Partner

And: Thomas B. Huguenin  
Thomas B. Huguenin, Managing Partner

STATE OF SOUTH CAROLINA )  
 )  
COUNTY OF GREENVILLE )

P R O B A T E

PERSONALLY appeared the undersigned witness and made oath that (s)he saw the within named Old Mill Properties, a partnership, by its managing partners, sign, seal and as its act and deed deliver the within written instrument and that (s)he with the other witness subscribed witnessed the execution thereof.

Frances S. Bagwell

SWORN to before me this 10th day of April, 1977.

James C. Blahely, Jr. (SEAL)  
Notary Public for South Carolina  
My commission expires: 11-9-81

Recorded May 6, 1977 at 2:38 P/M

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