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GREENVILLE CO. S.C.

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107 E. TANKERSLEY
S.C.

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE)

AGREEMENT

THIS AGREEMENT entered into this 24th day of April,
1978, by and between FLOYD F. GRIFFIN, JAMES R. OWINGS, MEDICAL INVESTERS,
INC., DRS. JACKSON, COWAN, STROUD & ANDERSON, SOUTHEASTERN PATHOLOGY, P. A.,
WITH, INC., McMURRY WILKINS, JR., ERNEST H. WILLIAMS, CECIL G. WHITE, JR.,
LUCIUS M. CLINE, WILLIAM S. HAWKINS, AND B. B. PARKS,

WITNESSETH:

WHEREAS, the parties hereto are owners of all the office buildings
located on Medical Court, in the City of Greenville, South Carolina, and

WHEREAS, it is in the best interest of the parties hereto for the
protection of the value of their respective properties to restrict the sale
and/or use thereof as hereinafter set forth.

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that the parties
hereto do hereby agree as follows:

That they will not sell, rent, lease or allow occupancy of their
respective office buildings to any entity unless such entity is engaged in
some phase of the practice of medicine, dentistry, or some profession or
vocation allied thereto. However, if a party hereto in good faith makes a
bona fide effort to sell, lease or rent to an entity as restricted herein
and after a period of six months has been unsuccessful in finding such a
buyer or lessee, then he may sell to any entity if he obtains in writing
the consent thereof of three-fourths of the owners of offices in what is
commonly known as Medical Court. In determining the required three-fourths
vote, there shall be one vote for each half unit of an office regardless of
the number of owners of such half unit, i. e., if there are three owners of
a half unit, that unit would be entitled to one vote.

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M. S. O.