

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

MEMORANDUM OF PARTNERSHIP AGREEMENT

This Memorandum of Partnership Agreement made and entered into this 8th day of August, 1978, by and among Jack D. Parker, Catherine P. Miller, and Noel P. McKissick, all of Greenville, South Carolina.

On August 8, 1978, the parties hereto formed a partnership under the name of KITNOE Partnership.

Under the terms of said Partnership Agreement Jack D. Parker is named as the Managing Partner to have full charge of the partnership business in all respects and all matters. Furthermore, under the terms of said Partnership Agreement, it is provided that any deed, bill of sale, note, mortgage, security agreement, lease, contract, or other commitment purporting to convey or encumber the interest of the partnership in all or any portion of any real or personal property at any time held in its name, shall be signed by all of the partners on behalf of the partnership. The Partnership Agreement also provides that no purchaser or mortgagee of any partnership property shall be required to see to the application of proceeds other than making payment to those partners signing the deed, mortgage, or other instrument.

IN WITNESS WHEREOF, the parties hereto have respectively signed and sealed this Memorandum of Partnership Agreement as of the day and year first written above.

Witnesses:

[Signature]
[Signature]

[Signature]
Jack D. Parker

[Signature]
[Signature]

[Signature]
Catherine P. Miller

[Signature]
[Signature]

[Signature]
Noel P. McKissick

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