

obligation of that partner to the partnership; it shall not reduce his interest in the capital of the partnership.

ARTICLE VII

PROFITS OR LOSSES

The net profits or net losses of the partnership shall be credited or charged to the partners in the following ratios:

G. Franklin Mims	50%
William R. Francis	50%

Notwithstanding the foregoing, a partner's share of any liability to a lender of funds to the partnership shall be deemed to equal an amount determined by (1) adding to the initial amount of the liability the total of all cash contributions the partners have then made or are obligated to make, and (2) dividing the total by two, and (3) subtracting from this one-half the total of all cash contributions which that partner has then made or is obligated to make. In furtherance of this understanding, interest paid by the partnership upon any partnership liability shall be allocated among the partners in this manner, and each partner shall accordingly report the deduction therefor for tax purposes.

ARTICLE VIII

ADMINISTRATIVE PROVISIONS

Section 8.1 Voting

Each partner shall have an equal voice in the management of partnership business.

Section 8.2 Time Devoted to Partnership

Each partner shall devote such time to the partnership business as may be agreed upon by majority vote of the partners.

Section 8.3 Allocation of Responsibilities

Each partner shall be responsible for the various activities of the partnership as may be agreed upon by the majority vote of the partners.

