

of the partnership. The assets of the partnership shall first be used to pay or provide for all debts of the partnership. Thereafter, all moneys remaining undistributed in the drawing accounts of the partners shall be paid to the partners respectively entitled thereto. Then the remaining assets shall be divided according to the proportionate interests of the partners on the basis of their respective capital accounts as they stood upon the date of such termination after crediting or debiting thereto the net profit or loss accrued or incurred, as the case may be, from the date of the last accounting to the date of termination.

24. All notices provided for under this agreement shall be in writing and sufficient if sent by registered mail to the last known address of the party to whom such notice is to be given.

IN WITNESS WHEREOF, the partners have executed this Agreement on the date above written.

WITNESSES:

Linda B. Osborne (SEAL)  
T. W. Dillard (SEAL)  
Robert L. Plexico (SEAL)  
Larry Keith Seitz (SEAL)

STATE OF SOUTH CAROLINA )  
COUNTY OF GREENVILLE )

Personally appeared before me Linda B. Osborne  
and made oath that (s)he saw the within named T. W. DILLARD, ROBERT L. PLEXICO and LARRY KEITH SEITZ sign, seal and as their act and deed deliver the within written instrument, and that (s)he with James G. Johnson, III, witnessed the execution thereof.

Sworn to before me this 12 day of September, 1977.

James G. Johnson, III  
Notary Public for South Carolina  
My Commission expires: 8/12/80

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