

STATE OF SOUTH CAROLINA
 COUNTY OF GREENVILLE
 MEMORANDUM OF PARTNERSHIP AGREEMENT

THIS MEMORANDUM is for the purpose of documenting for the public record that Orchard Park Associates is a South Carolina general partnership, duly and legally formed under the laws of the South Carolina.

Said partnership is composed of the following parties with the percentage interests as shown below:

Gary L. Price	45%
Harry L. Weisiger	10%
Lawrence B. McNair	45%

The Partnership Agreement provides that the making, execution, and/or delivery of any instrument, agreement, or document required or permitted shall be effective and shall bind the partnership only if executed by partners possessing fifty-one (51%) per cent of the partnership interest.

The purpose of the partnership is to acquire approximately 8 acres of unimproved land in the City of Greenville, South Carolina from Alliance Haywood Associates, a South Carolina general partnership, to subdivide the land into Lots 1A, 1B, 2 and 3 pursuant to a plat prepared by Arbor Engineering, Inc. to sell said lots to users.

A certified copy of the original Partnership Agreement shall be available to those with proper cause to inquire at offices of Bozeman, Grayson & Smith, Suite 400, First Federal Building, 301 College Street, Greenville, South Carolina 29602.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals this the 28th day of SEPT., 1982.

IN THE PRESENCE OF:

Robert K. [Signature]
[Signature]

ORCHARD PARK ASSOCIATES

BY: *[Signature]*
 Gary L. Price

AND: *[Signature]*
 Harry L. Weisiger

AND: *[Signature]*
 Lawrence B. McNair