STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

CONTRIBUTION AGREEMENT

WHEREAS, heretofore, on or about December 12, 1974, S.D.M.W. MOTOR INN, INC. executed its note in favor of Bankers Trust of South Carolina, in the principal amount of \$482,638.12, which indebtedness was guaranteed by the undersigned, among others, and

whereas, the said S.D.M.W. has defaulted in the payment of said indebtedness, and the said Bankers Trust has made demand on the guarantors, including the undersigned, to pay said indebtedness, and

THEREAS, some of said guarantors have failed and refused to make any contribution towards said indebtedness and have failed and refused to offer any collateral to secure said indebtedness or otherwise enter into any agreement or make any effort toward contribution to said indebtedness, and

WHEREAS, the said Bankers Trust has proposed an agreement to provide for the payment of said indebtedness over any extended period of time at favorable terms upon the pledge of certain collateral by the undersigned, and the undersigned have this day entered into said agreement with the said Bankers Trust, inc.

WHEREAS, the undersigned are desirous of enterin, into an arrangement between themselves concerning contributions that each shall make towards said indebtedness,

NOW, THEREFORE, in consideration of the above recitals and the sum of One (\$1.00) Dollar, the receipt and sufficiency whereof is hereby acknowledged, the undersigned do hereby agree as follows:

1. The undersigned do hereby agree to make equal contributions (50% each) toward the satisfaction of said indebtedness according to the terms of that certain agreement entered into between the undersigned and Bankers Trust, dated May 26, 1975.

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