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STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

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C O N T R A C T

This Contract made this the 10th day of March, 1977, between John McBride, hereinafter referred to as "Seller", and James Foster, hereinafter referred to as "Purchaser".

W I T N E S S E T H:

WHEREAS, Seller organized the Onyx Lounge, Inc., an eleemosynary corporation, under the laws of the State of South Carolina; and

WHEREAS, Seller is the principal officer, director and trustee of the Onyx Lounge, Inc.; and

WHEREAS, Seller is in complete control of said eleemosynary corporation; and

WHEREAS, Purchaser desires to buy from said Seller the control of said eleemosynary corporation; and

WHEREAS, Seller is currently the chief employee of the said eleemosynary corporation, and Purchaser desires to be said chief employee; and

WHEREAS, in consideration of the sum of Five Thousand and No/100ths (\$5,000.00) Dollars, that is paid herewith and receipt of which is acknowledged by the Seller, and in consideration of the sum of Ten Thousand and No/100ths (\$10,000.00) Dollars to be paid by Purchaser to Seller not later than thirty (30) days from the date of this Contract, and in consideration of an additional sum of Ten Thousand and No/100ths (\$10,000.00) Dollars to be paid by Purchaser to Seller in the form of a promissory note, a copy of said note is attached hereto and incorporated herein by reference;

IT IS AGREED as follows:

1. The Seller does hereby sell, transfer, convey and assign unto Purchaser all of his right, title and interest in the eleemosynary corporation known as Onyx Lounge, Inc.
2. The Seller hereby agrees that within thirty (30) days from the date of this Contract he will submit his written resignation as an officer, director or trustee of the eleemosynary corporation, Onyx Lounge, Inc.

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