

STATE OF SOUTH CAROLINA)
)
 COUNTY OF GREENVILLE) CONTRACT

KNOW ALL MEN BY THESE PRESENTS, that this contract is made and entered into this 31st day of May, 1977, by and between United Machine Works, Incorporated, hereinafter referred to as United, and Red Arrow Towbar Manufacturing, Incorporated, hereinafter referred to as Red Arrow.

WHEREAS, United is a corporation, duly organized and existing under and by virtue of the laws of the State of South Carolina, with its principal place of business on the west side of Old Buncombe Road, Greenville County, South Carolina, and

WHEREAS, said corporation is solely in the business of manufacturing all sorts and kinds of automotive repair equipment, and

WHEREAS, said corporation has no out of State employees or agents or servants, and is in no way engaged in wholesale or retail sales of its manufactured products, and

WHEREAS, said corporation is desirous of contracting with Red Arrow, a South Carolina Corporation, for the purpose of wholesaling all of its manufactured products, exclusively, to Red Arrow, and

WHEREAS, Red Arrow is desirous of contracting with United to purchase, exclusively, the entire lot of all manufactured products produced by United,

NOW, THEREFORE, in consideration of the mutual promises and covenants hereinafter recited, United and Red Arrow do mutually covenant and agree as follows:

(1) That for a period of ten (10) years from the date hereof, United does agree that it will wholesale the entire lot of its manufactured products, exclusively, to Red Arrow, at the prices shown on the attached exhibit "A", which also lists all products currently being manufactured by United, which list is hereby incorporated into and made a part hereof by reference; said price