

to restrict the delegation of authority among Partners. Any Person dealing with the Partnership or the Partners may always rely on a certificate signed by all Partners hereunder:

- (a) As to who are the Partners hereunder;
- (b) As to the existence or nonexistence of any fact which constitutes a condition precedent to acts by the Partners or in any other manner germane to the affairs of this Partnership;
- (c) As to who is authorized to execute and deliver any instrument or document of the Partnership;
- (d) As to the authenticity of any copy of this Agreement and amendments thereto; or
- (e) As to any act or failure to act by the Partnership or as to any other matter whatsoever involving the Partnership or any Partner.

(2) That DEE A. SMITH, WILLIAM E. SMITH, R. W. DALTON, THE BEELE PIPELINE COMPANY, INC. and T. WILSON PUTMAN constitute all of the Partners in DEVENGER PROPERTY ASSOCIATES.

(3) That either of R. W. DALTON or THE BEELE PIPELINE COMPANY, INC. signing jointly with any one of DEE A. SMITH, WILLIAM E. SMITH or T. WILSON PUTMAN shall have full authority and power to execute all contracts of sale, deeds, notes and mortgages on behalf of the Partnership.

IN WITNESS WHEREOF, the parties hereto have set their hands and seals the day and year first above written.

WITNESSES:

Marlene N. Wansley  
Carolyn J. Silvestri

T. Wilson Putman  
T. WILSON PUTMAN

WITNESSES:

Marlene N. Wansley  
Carolyn J. Silvestri

Dee A. Smith  
DEE A. SMITH

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