HOVER STATE OF SPUTH CAROLINA)

AGREEMENT

COUNTYRSLOT GREENVILLE)

WHEREAS, on Minuary 1, 1981, economic conditions made it evident that Vista Builders, a General Partnership consisting of Larry A. Allen and Loyd G. Boyer, would be unable to meet its commitments during the coming calendar year; and

WHEREAS, the two said partners agreed to accept an offer by The Vista Co., Inc. to become a partner in Vista Builder's, instead of Larry A. Allen, and to arrange financing to meet the obligations of the said Vista Builders to the extent of lending money to the partnership, if necessary;

NOW, THEREFORE, in consideration of the above commitment by The Vista Co., Inc., Larry A. Allen hereby conveys all of his right, title and interest in and to the partnership known as Vista Builders, a General Partnership, to the said The Vista Co., Inc., its successors and assigns. The said The Vista Co., Inc. agrees to hold the said Larry A. Allen harmless from any and all debts which he may become liable for as a former partner in Vista Builders.

This Agreement shall become effective as of January 1, 1981, the date on which all partners concerned verbably agreed to the contents hereof.

Dated at Greenville, S. C. this 6 day of November,

1981.

In the presence of:

Cale & Bouma

arry A

(LS)

THE VISTA CO., INC.

STATE OF SOUTH CAROLINA)

COUNTY OF GREENVILLE

PROBATE

Personally appeared the undersigned witness and made oath that (s)he with the within named grantor(s) sign, seal and as the grantor(s') act and deed deliver the within agreement and that (s)he, with other witness subscribed above witnessed the execution thereof.

SWORN to before me this 16 day of November....

My commission expires: 37618

at

6

M.

S

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