

State of South Carolina, which is more specifically described in the deed or deeds attached hereto marked Exhibit "A".

ARTICLE IV.

PARTNERSHIP INTERESTS

The interest of the Partners in the income and capital of the Partnership (Partnership Interest) is as follows:

<u>PARTNER</u>	<u>INTEREST</u>
John A. Messer, III	33 1/3%
Douglas G. Messer	33 1/3%
Alan M. Messer	33 1/3%

ARTICLE V.

CAPITAL CONTRIBUTIONS

The beginning capital of the Partnership shall be the value of the real estate reduced by the debt to which the real estate is subject. Capital contribution to the partnership shall be reflected on Exhibit "B" attached hereto.

ARTICLE VI.

CASH DISTRIBUTIONS

The net cash flow of the Partnership, after the Partnership has determined by vote and established the amount of reserves it deems prudent to insure the availability of funds for taxes, insurance, operating expenses, amortization of mortgages and any other liabilities it wishes to reserve for, and, after the repayment of any loans from the Partners, shall be distributed to the Partners in accordance with their Partnership Interests.

ARTICLE VII.

ACCOUNTING

1. A capital account shall be maintained for each Partner.
2. A Partner's capital account shall consist of his capital contributions to the Partnership (a) increased by his share of Partnership profits and (b) decreased by his share of Partnership losses and by cash distributions