STATE OF SOUTH CAROLINA )

OUNTY OF GREENVILLE )

PROBATE

PERSONALLY appeared the undersigned witness and made oath that (s)he saw the within named ORCHARD PARK ASSOCIATES, by its duly authorized Partners, Gary L. Price, Harry L. Weisiger and Lawrence E. McNair, sign, seal and as their act and deed, deliver the within written MEMORANDUM OF PARTNERSHIP AGREEMENT, and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

Still Gray L.S.

My Commission Expires: 10-15-89