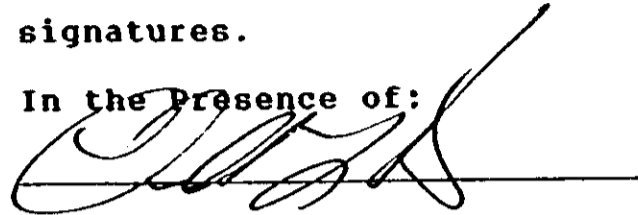


IN WITNESS WHEREOF, the Partners hereunto have set their hands and seals this 13<sup>th</sup> day of May 1983. For identification purposes, each of the Partners has initialed each of the foregoing pages of this Memorandum, which consists of a total of two (2) pages, including the signatures.

In the presence of:



Cynthia S. Cronin



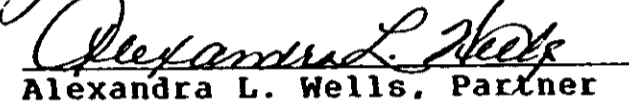
Dickson L. Hendley, Partner



Lucille G. Hendley, Partner



Joel W. Wells, Partner



Alexandra L. Wells, Partner