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III.

That it has now been determined that West Georgia Road Corporation was never incorporated under the laws of the State of South Carolina; and the aforesaid conveyance from Milford D. Kelly to West Georgia Road Corporation attempts to vest title in a non-existent entity; that, in the meantime, the Petitioner, J. S. Mars, and other principals of the corporation to be formed have determined that it is in their best interests to own the subject premises as a partnership, rather than as a corporation, and your Petitioner, Milford D. Kelly, consents to this arrangement.

WHEREFORE, the Petitioners pray that the deed from Milford D. Kelly to West Georgia Road Corporation, dated March 31, 1982, and recorded in the RMC Office for Greenville County, South Carolina, in Deed Book 1164, at page 821 be cancelled and declared null and void; that this Court direct Milford D. Kelly to execute and deliver a new deed, dated as of March 31, 1982, conveying the premises to West Georgia Road Investors, a Partnership; that West Georgia Road Investors execute and deliver to Milford D. Kelly a purchase money note and mortgage upon identical terms and conditions, dated as of March 31, 1982, and upon such delivery that Milford D. Kelly satisfy, or cause to be satisfied, the note and mortgage previously executed by West Georgia Road Corporation; and that this Court grant such other and further relief as may be just and proper.


Milford D. Kelly


J. S. Mars

Greenville, South Carolina

Dated: *January 18, 1983*