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GREENVILLE CO. S. C.

MAY 21 9 40 MATE

DONNIE S. TANKERSLEY
R. H. C.

NOTICE OF TERMINATION OF

MANAGEMENT AGREEMENT AND POWER OF ATTORNEY

WITNESSETH, That:

WHEREAS, on December 31, 1974, the Partnership and OPA did
enter into that certain Agreement for the Sale and Purchase of
Leasehold Estate ("Purchase Agreement") and that certain Management Agreement with respect to the Partnership's leasehold estate
in certain real property located in Greenville County, South Carlina,
more particularly described in Exhibit A, attached hereto and by
this reference made a part hereof, on which real property a
multiple story office building known as the South Carolina
National Bank Building is located (said leasehold estate being
hereinafter referred to as the "Property"), a Memorandum of
which Management Agreement is recorded in Book 1018, page 306,
R.M.C. Office for Greenville County, South Carolina (said
Management Agreement being hereinafter referred to as the
"Management Agreement"); and

WHEREAS, pursuant to the terms of a Termination Management, Agreement, of even date herewith, the Partnership and OPA have terminated and cancelled the Purchase Agreement, Management Agreement and the Power of Attorney as of the date hereof; and

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