

WHEREAS, the Partnership and OPA wish to confirm and give notice of the cancellation and termination of the Purchase Agreement, the Management Agreement and the Power of Attorney on the real property records for Greenville County, South Carolina;

NOW, THEREFORE, for and in consideration of the premises, and the mutual covenants and agreements set forth in the above-described Termination of Management Agreement, OPA and the Partnership do hereby confirm that the Purchase Agreement, the Management Agreement and Power of Attorney have been terminated and cancelled and are of no further force or effect and do hereby direct the Registrar of Mesne Conveyances for Greenville County, South Carolina, to file and record this document in the real property records for Greenville County, South Carolina, and to mark the Memorandum of Management Agreement, recorded in Book 1018, page 306, R.M.C. Office for Greenville County, South Carolina and the Power of Attorney, recorded in Book _____, page _____, R.M.C. Office for Greenville County, South Carolina, cancelled and terminated as of this 20th day of May, 1976.

IN WITNESS WHEREOF, the parties hereto have caused this Notice of Termination of Management Agreement and Power of Attorney to be executed and their seals to be affixed hereunto on the day and year first above written.

GREENVILLE OFFICE ASSOCIATES, LTD.,
a Georgia limited partnership, by
its sold General Partners

[Signature]
Witness

[Signature]
Witness

[Signature] (SEAL)
H. Terrell Smith Jr., General Partner

[Signature] (SEAL)
Harry J. Menre Jr., General Partner

[Signature] (SEAL)
R. McKenzie Smith, General Partner

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