

MEMORANDUM OF SUBLEASE

THIS MEMORANDUM OF SUBLEASE is entered into by and between G. Dickson Kenney, of North Kingstown, Rhode Island (hereinafter called the "Landlord") and KENNEY MANUFACTURING COMPANY, a Rhode Island Corporation (hereinafter the "Tenant").

Reference is made to the Lease Agreement dated as of December 16, 1985 between the City of Jonesboro, Arkansas, as Lessor, and G. Dickson Kenney, a Rhode Island resident, as Lessee, which Lease Agreement devises and leases to the Lessee the real estate in or near Jonesboro, Arkansas described on Exhibit A which is attached hereto and is recorded prior to the recordation of this Memorandum of Sublease.

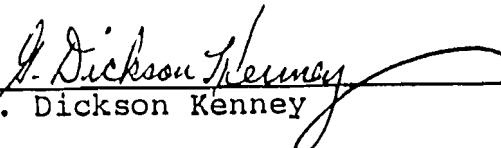
Reference is also made to an unrecorded Sublease dated as of December 16, 1985 by and between the Landlord and the Tenant, the provisions of which are hereby incorporated herein by this reference, pursuant to which the Landlord has subleased to the Tenant and the Tenant has subleased from the Landlord the real estate in or near Jonesboro, Arkansas described on Exhibit A which is attached hereto and incorporated herein by this reference (the "Premises"), including the buildings, improvements, fixtures and equipment to be constructed or installed thereon.

For consideration paid, the Landlord has subleased the Premises to the Tenant for a term commencing as of the date of the execution and delivery hereof and continuing until June 1, 2006 as provided in said unrecorded Sublease.

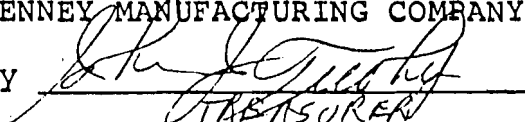
This Memorandum of Sublease is not a complete summary of the terms and conditions of the unrecorded Sublease and is not to be used to interpret or construe such Sublease, and in the event of any conflict between this Memorandum of Sublease and the Sublease the terms, conditions and provisions of the Sublease shall control.

IN WITNESS WHEREOF, the Landlord has signed his name and the Tenant has caused this instrument to be executed by its officer hereunto duly authorized as of December 16, 1985.

LANDLORD:


G. Dickson Kenney

TENANT:

KENNEY MANUFACTURING COMPANY
BY 
TREASURER

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On this 28th day of December, 1985, before me, a Notary Public duly commissioned, qualified and acting, within and for the County and State aforesaid, appeared G. Dickson Kenney, a Rhode Island resident, to me well known, and he stated that he executed the foregoing Memorandum of Sublease for the consideration and purposes therein mentioned or referred to.

WITNESS my hand and official seal on this 28th day of December, 1985.

John R. Allen

Notary Public

My Commission Expires:
June 30, 1986

[SEAL]

STATE OF RHODE ISLAND
COUNTY OF PROVIDENCE

On this 28th day of December, 1985, before me, a Notary Public duly commissioned, qualified and acting, within and for the County and State aforesaid, appeared in person the within named *John J. Tuohy, Treasurer* of Kenney Manufacturing Company, a Rhode Island corporation, to me personally known, who stated that he is duly authorized in his capacity as *Treasurer* to execute the foregoing instrument for and in the name of Kenney Manufacturing Company, and further stated and acknowledged that he signed, executed and delivered the foregoing instrument for the consideration, uses and purposes therein mentioned or referred to.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal this 28th day of December, 1985.

John R. Allen

Notary Public

My Commission Expires:
June 30, 1986

[SEAL]

EXHIBIT A

The following described real estate situated in Craighead County, Arkansas, to-wit:

Part of the South Half of Section 26, Township 14 North, Range 4 East, Craighead County, Arkansas, being more particularly described as follows: Begin at the Southeast Corner of the Northeast Quarter Southeast Quarter of Section 26, Township 14 North, Range 4 East; thence S 88°42' West on the 40 acre line 1922.44 feet to the point of beginning proper; thence S 88°42' West 744.27 feet to the P.C. of a curve to the left whose radius = 428.26 feet; thence Northwesterly along said curve (Chord bears North 10° 11' 13" West-132.70') a distance of 133.23 feet to the P.T. of said curve, said point being the P.C. of a curve to the right whose radius = 499.99 feet; thence Northwesterly along said curve (Chord bears North 9° 38' 13" West-164.40') a distance of 165.14 feet; thence North 0°10' 28" West 923.40 feet; thence North 88° 44' East 749.20 feet to the P.C. of a curve to the right whose radius = 47.81', Delta = 91° 16'; thence Southeasterly along said curve 76.16' to the P.T. of said curve; thence South 1167.96 feet to the point of beginning proper, containing 22.0657 acres, and being subject to utility easements along the North, East and South sides thereof, and being subject to a fence encroachment along the South side thereof.

FILED FOR RECORD

This 30 day of Dec, 19 85

At 2:15 o'clock P M

PAT FLEETWOOD

Circuit & Chancery Court Clerk

By Yvette Blankenship

CERTIFICATE OF RECORD

STATE OF ARKANSAS }
County of Craighead } ss.

I, PAT FLEETWOOD, Clerk of the Circuit Court and Ex-Officio Recorder for the County aforesaid do hereby certify that the annexed and foregoing instrument of writing was filed for record in my office on _____ day of

_____ A.D. 19____ at _____ o'clock _____ M, and the same is now duly recorded, with the acknowledgment and certificate thereon, in Record Book, Vol _____ Page 121-123

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the seal of said court this _____ day of _____ A.D. 19____

PAT FLEETWOOD, Clerk

By Yvette Blankenship Deputy Clerk