

**HYSTER
COMPANY**

P.O. BOX 7006
GREENVILLE, NC 27835-7006
(252) 931-5100

Jaime McNeill
Discount Administrator
Hyster Company, Greenville, NC

December 2, 2002

TO: CERTAIN DEALER PRINCIPALS AND SALES MANAGERS
FROM: DAVE HOEHN, V-PRES., SALES, COUNTERBALANCED TRUCKS
SUBJECT: NATIONAL DISTRIBUTING COMPANY

This letter is to confirm a formal Dealer Major Account Agreement for Hyster product between National Distributing Company and Barloworld Handling – Decatur, GA branch, who is responsible for administering the account.

Please note the attached listing of plants/operations in your area and make contact with your local plant as soon as possible.

Barloworld Handling – Decatur, GA branch will be responsible for placing orders with Hyster Company and coordinating the delivery and installation of new equipment. All orders for locations on the attached list are to be placed through the Barloworld Handling office in Decatur, GA. National Distributing Company will be responsible for informing their locations of this agreement.

If you have any questions concerning this account, please contact Larry Murray, Account Manager at (770) 597-7453.

Sincerely,

Vice-President, Sales
Counterbalanced Trucks

Dave Hoehn

DH/wgw

Cc: John Callahan, Hyster Company
Larry Murray, Barloworld Handling



Barloworld
Leading brands

MAJOR ACCOUNT PURCHASE AGREEMENT

Between

BARLOWORLD HANDLING, LP
5191 SNAPPINGER WOODS DRIVE
DECATUR, GEORGIA 30035

And

NATIONAL DISTRIBUTING COMPANY
ONE NATIONAL DRIVE
ATLANTA, GA 30336
ATTN: Mr. Stefan Kirshenbaum

AGREEMENT:

This Agreement shall be in effect 10/01/02 and shall continue thereafter until either party notifies the other in writing of its intent to terminate, which notice shall state an effective date of termination that is not less than thirty days after the giving of notice. Orders shall be filed in accordance with this agreement even though delivery or other performance by either party may not occur until after the effective date of termination. Notice shall be considered given when made in writing to the address of such party indicating in this agreement.

DISCOUNT:

Maximum Major Account Discounts as directed by the below Manufacturers will apply to all orders. Discounts will be applied to the list price in effect at time of order.

Hyster Company
Cascade Corporation

C & D Batteries
C & D Chargers

SCOPE:

The terms, conditions, and limitations of the Quotations, Offer of Sales, or other Barloworld Handling, LP sales order agreements between the customer and Barloworld Handling, LP shall apply to the particular products covered by such agreement in addition to the terms and conditions provided herein.

PURCHASES:

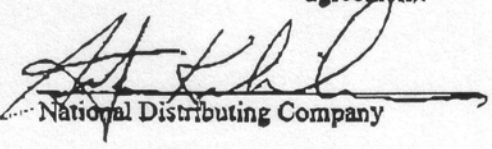
The discount structure contained in this Agreement applies to orders placed with:

Larry Murray, Account Manager
Barloworld Handling, LP
5191 Snappinger Woods Drive
Decatur, GA 30035 (770-597-7453)

AGREEMENT

NOTIFICATION:

National Distributing Company will notify their franchisees and/or branches of this agreement. Barloworld Handling, LP will advise our dealer organization of this agreement.


National Distributing Company

Larry M. Murray, Account Manager
Barloworld Handling, LP

10/01/02

Date

10/01/02

Date

NDC Locations & Contacts

Mark Schuetz Don Helton Eddie Johnson	V/P Director of Operations Operations Manager Warehouse Manager	Deerfield Beach FL 800.544.7412 954.425.7777 - Fax
Jim Keating Dan O'Connor Ted Knapp Rob Kandravi	V/P Director of Operations Operations Manager Warehouse Manager Warehouse	Tampa FL H 813.885.3200 813.884.6063 - Fax
Steve Rhoden Robert Zinner Gary Smith Bobby Lovett	V/P Director of Operations Operations Manager Director of Whs & Trans Warehouse Manager	Jacksonville FL H 904.751.0090 904.757.6220 - Fax
Will Hodges Chad Cain	Operations Manager Warehouse Manager	Orlando FL M 407.298.2300 / 407.291.8497 - Fax
Dax Solomon Gregg Hansen	Operations Manager Warehouse Manager	Pensacola FL M 850.476.1118 / 850.447.7323 - Fax
Betty Williams Todd Howell Steve Lowery	V/P Director of Operations Operations Manager Warehouse Manager	Atlanta GA H 404.696.9440
David Stidnick Ronnie Bailey	Operations Manager Warehouse Manager	Albany GA M 229.883.6151 / 229.436.8123 - Fax
Alan Swafford Bob Thurman	Operations Manager Warehouse Manager	Savannah GA M 912.233.2201 / 912.232.7197 - Fax
Bob McCrork Ken Clark Scott Livingston	Director of Operations Assistant Operations Manager Director of Warehousing	Albuquerque NM H 505.345.4492 505.342.1648 - Fax
Mike Plattenburger Skip Swygert	Operations Manager Warehouse Manager	Columbia SC M 803.799.0509 / 803.799.0840 - Fax
Fred Barnet Mike Medina Jeff Wilson Ray Burris	V/P Director of Operations Assistant Director of Ops Director of Whs & Trans Warehouse Manager	Denver, CO H 303.734.2400 303.794.4250 - Fax
John Borgen Bob Ball Rob Schutzman	Director of Operations Operations Manager Director of Whs & Trans	Jessup, MD H 410.724.3300 410.724.3350 - Fax
Walt Leamy Richard Gay Mark Jacques	Director of Operations Operations Manager Warehouse Manager	Washington DC H 202.388.8400 202.388.9671 - Fax
Guy Griffith Ray Clawson	Director of Operations Warehouse Manager	Springfield VA 703.644.2425 / 703.644.6842 - Fax
Gay Powell Scott Sanders	Operations Manager Warehouse Manager	Sandston VA M 804.226.4362 804.226.0116 - Fax