

WHEREAS, pursuant to the Agreement, the Counties have agreed to accept responsibility for the costs of infrastructure, maintenance, management, promotional costs, and other appropriate costs associated with the establishment and operation of the Park; and

WHEREAS, the Counties desire to amend the Park by this Eighteenth Amendment as more specifically provided below.

NOW, THEREFORE, in consideration of the mutual agreement, representations and benefits contained in the Agreement and for other good and valuable consideration, the receipt of which is hereby acknowledged, the parties hereby agree as follows:

1. **Binding Agreement.** This Eighteenth Amendment serves as a written instrument amending the Agreement between the parties and shall be binding on the Counties, their successors and assigns.

2. **Authorization.** Article VIII, Section 13(D), of the Constitution of South Carolina (the "Constitution") provides that counties may jointly develop an industrial or business park with other counties within the geographical boundaries of one or more of the member counties, provided that certain conditions specified therein are met and further provided that the General Assembly of the State of South Carolina provides by law a means by which the value of property in such park will be considered for purposes of bonded indebtedness of political subdivisions and school districts and for purposes of computing the index of taxpaying ability for school districts. Section 4-1-170. Code of Laws of South Carolina, 1976, as amended ("Section 4-1-170"), satisfies the conditions imposed by Article VIII, Section 13(D), of the Constitution and provides the statutory vehicle whereby a joint county industrial park may be created.

3. **Eighteenth Amendment to the Agreement.** As of the date of this Eighteenth Amendment, the Park is hereby further amended, in accordance with Section 3(B) of the Agreement, so to expand the Park premises in Anderson County by the addition of one (1) tract of land, identified by Anderson County Tax Map No. [to be provided] (the "Property"), shown on the attached Addition to Exhibit B (Anderson County) to Agreement for Development of Joint County Industrial Park Dated as of October 6, 1998 between Anderson County and Greenville County, to be added to and be deemed a part of the Park Agreement.

4. **Severability.** In the event and to the extent (and only to the extent) that any provision or any part of a provision of this Eighteenth Amendment shall be held invalid or unenforceable by any court of competent jurisdiction, such holding shall not invalidate or render unenforceable the remainder of that provision or any other provision or part of a provision of this Eighteenth Amendment.

5. **Termination.** Notwithstanding any provision in the Agreement to the contrary, the Counties agree that, as to the Property added pursuant to this Eighteenth Amendment, the Agreement may not be terminated to the extent that either Anderson County or Greenville County has outstanding contractual commitments to any owner or lessee of property requiring inclusion of such property within a joint-county industrial/business park established pursuant to the Constitution and Section 4-1-170, unless such County shall first obtain the written consent of such owner or lessee. All other terms and conditions of the Agreement shall remain in full force in effect.

WITNESS our hands and seals as of this ____ day of _____, 2012

GREENVILLE COUNTY, SOUTH CAROLINA

By: _____
Chairman of County Council
Greenville County, South Carolina

By: _____
County Administrator
Greenville County, South Carolina

By: _____
Clerk to County Council
Greenville County, South Carolina

WITNESS our hands and seals as of this ____ day of _____, 2012

ANDERSON COUNTY, SOUTH CAROLINA

By: _____
Chairman of County Council
Anderson County, South Carolina

By: _____
County Administrator
Anderson County, South Carolina

By: _____
Clerk to County Council
Anderson County, South Carolina

**ADDITION TO EXHIBIT B (ANDERSON COUNTY)
TO
AGREEMENT FOR DEVELOPMENT OF
JOINT COUNTY INDUSTRIAL PARK DATED
AS OF OCTOBER 6, 1998 BETWEEN
ANDERSON COUNTY AND GREENVILLE COUNTY**

“Project Palmetto” – DSP Holdings, LLC and Duke Sandwich Productions, Inc.:

ALL that certain piece, parcel or tract of land situate, lying, and being in Anderson County, South Carolina, containing 4.779 acres as shown and designated on "ALTA/ACSM Land Title Survey" for DSP Holdings, LLC, prepared by Site Design, Inc., dated February 2, 2012, recorded in the Office of the Register of Deeds for Anderson County on April 10, 2012 in Plat Book S1948 at Page 2 and having according to said survey the following metes and bounds, to wit:

COMMENCING at an old mag nail located in Pine Road and being 1000.0'± from the intersection of Piedmont Road; Thence N 24-25-39 W 9.67 feet to a point and also the POINT OF BEGINNING located on the edge of Pine Road and the common corner with Wallace I. Reid and Bonnie R. Reid property now or formerly; thence turning and running with the edge of Pine Road S 74-45-14 W 307.03 feet to a point at the common corner with C.G. McNeely property now or formerly; thence turning and leaving said Pine Road and running with the common line of said McNeely property N 30-48-53 W 310.69 feet to an old 1" open top iron pin located at the common corner with Robert L. Horne property now or formerly and crossing a 1/2" rebar iron pin set at 30.88 feet; thence running with the common line of said Horne property N 29-33-30 W 557.10 feet to an old 1" open top iron pin at the common corner with Carl F. Merritt and Rachel S. Merritt property now or formerly; thence running with the common line of said Merritt property N 79-56-07 E 52.79 feet to an old 3/4" open top iron pin located at the common corner with Lenard J. Flynn property now or formerly; thence turning and running with the common line of said Flynn property S 29-23-58 E 287.32 feet to an old pk nail; thence N 65-35-10 E 311.36 feet to an old 1" open top iron pin located at the common corner with Wallace I. Reid and Bonnie R. Reid property now or formerly; thence running with the common line of said Reid property S 24-25-39 E 613.23 feet to the POINT AND PLACE OF BEGINNING and crossing a 1/2" rebar bent iron pin at 593.96 feet.

Tax Map No. 237-00-13-009