

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)
COUNTY OF ANDERSON) **NINETEENTH AMENDMENT OF**
AGREEMENT FOR DEVELOPMENT
OF JOINT INDUSTRIAL PARK

THIS AGREEMENT for the Nineteenth Amendment of an agreement for the development of a joint county industrial/business park located both within Greenville County, South Carolina (“Greenville County”) and Anderson County, South Carolina (“Anderson County”), dated October 6, 1998, by and between Greenville County and Anderson County, both political subdivisions of the State of South Carolina (the “Agreement”), as amended by First Amendment of Agreement for Development of Joint Industrial Park dated November 16, 1999; Second Amendment of Agreement for Development of Joint Industrial Park dated February 6, 2001; Third Amendment of Agreement for Development of Joint Industrial Park dated November 20, 2001; Fourth Amendment of Agreement for Development of Joint Industrial Park dated December 3, 2002; Fifth Amendment of Agreement for Development of Joint Industrial Park dated June 3, 2003; Sixth Amendment of Agreement for Development of Joint Industrial Park dated December 2, 2003; Seventh Amendment of Agreement for Development of Joint Industrial Park dated April 6, 2004; Eighth Amendment of Agreement for Development of Joint Industrial Park dated November 16, 2004; Ninth Amendment of Agreement for Development of Joint Industrial Park dated November 15, 2005; Tenth Amendment of Agreement for Development of Joint Industrial Park dated January 3, 2006; Eleventh Amendment of Agreement for Development of Joint Industrial Park dated November 21, 2006; Twelfth Amendment of Agreement for Development of Joint Industrial Park dated March 20, 2007; Thirteenth Amendment of Agreement for Development of Joint Industrial Park dated November 2, 2008; Fourteenth Amendment of Agreement for Development of Joint Industrial Park dated December 2, 2008; Fifteenth Amendment of Agreement for Development of Joint Industrial Park dated April 7, 2009; Sixteenth Amendment of Agreement for Development of Joint Industrial Park dated March 2, 2010; Seventeenth Amendment of Agreement for Development of Joint Industrial Park dated September 20, 2011; and Eighteenth Amendment of Agreement for Development of Joint Industrial Park dated _____, 2012 (the Original Agreement, plus the above-referenced amendments is hereinafter collectively referred to as the "Park Agreement") is made and entered into as of this _____ day of _____, 2012 by and between the parties hereto (the “Nineteenth Amendment”).

RECITALS

WHEREAS, pursuant to the Agreement, Greenville County and Anderson County (collectively, the “Counties”), in order to promote economic development and thus provide additional employment opportunities within the Counties, established a Joint County Industrial and Business Park (the “Park”) within the Counties; and

WHEREAS, as a consequence of the establishment of the Park, property therein is exempt from ad valorem taxation, but the owners or lessees of such property are required to pay annual fees in an amount equal to that amount for which such owner or lessee would be liable except for such exemption; and

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 Nineteenth 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 Nineteenth 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. **Nineteenth Amendment to the Agreement.** As of the date of this Nineteenth 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 Nineteenth 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 Nineteenth Amendment.

5. **Termination.** Notwithstanding any provision in the Agreement to the contrary, the Counties agree that, as to the Property added pursuant to this Nineteenth Amendment, this 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 the 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.

[execution page follows]

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**

3933 Keys St.

Anderson, South Carolina 29624

(Tax Map. No. 152-00-01-005-000; 152-00-01-003 (Parent TMS No.) and also described as follows:

All that certain piece, parcel or tract of land, situate, lying and being in the State of South Carolina, County of Anderson, Varennes Township, shown and designated as Lot No. 2-A, containing 2.169 acres on plat by Applewhite & Applewhite Surveying Associates, Curtis M. Applewhite, S.C. Reg. L.S.. No. 4194, dated July 20, 1989, and recorded in the Office of the Clerk of Court for Anderson County, South Carolina, in Plat Slide 89 at Page 3-A, said lots or tract having the metes and bounds, courses and distances as upon said plat appear, which plat is incorporated herein by reference thereto and made a part hereof, and, as shown thereon, said lot or parcel of land fronts on Keys Street for a distance of 257.46 feet.

AND

All those certain pieces, parcels or tracts of land containing together 7.64 acres, more or less, situate, lying and being in Varennes Township, County of Anderson, State of South Carolina, and in School District Number 0003, being and fully shown and designated as Tracts Two (2) and Three (3) on a plat by Robert J. Poole, S.C. Reg. L.S. #3522, dated May 27, 1980, duly of record in the Office of the Register of Deeds for Anderson County, South Carolina in Plat Book 87 at Page 98, said pieces, parcels or tracts of land having the metes and bounds, courses and distances as upon said plat appear, which plat is incorporated herein by reference thereto and made a part hereof,

921 Pearman Dairy Road

Anderson, SC 29625

(Tax Map No. 095-13-01-001-000) and also described as follows:

All that certain tract of land situate in Centerville Township, Anderson County, South Carolina, containing 2.985 acres, more or less, and being more fully shown on a plat by Robinson Engineering Service, dated July 6, 1967, of record in the Office of the Clerk of Court for Anderson County, South Carolina, in Plat Book 66 at Page 187, said tract of land having the metes and bounds, courses and distances as upon said plat appear, which plat is incorporated herein by reference thereto and made a part hereof.