STATE OF SOUTH CAROLINAERSLEY

MEMORANDUM OF GROUND LEASF

COUNTY OF GREENVILLE

This Agreement made and entered into as of this of day of poly 1979, between T. C. Vaughn, a resident of Greenville, South Carolina, hereinafter called the Lessor and Tritor Greenville, Inc., a corporation organized under the laws of the State of South Carolina, hereinafter called the Lessee.

WITNESSETH:

In consideration of the rent and upon the terms and conditions set forth in a more detailed form of Lease Agreement bearing even date herewith, between the same parties and covering the same property, the Lessor hereby leases unto the Lessee, its successors and assigns, and the Lessee hereby accepts as tenant the premises situate, lying and being at the north-west corner of the intersection of Old Spartanburg Road and Haywood-Howell Road near the City of Greenville, County of Greenville, State of South Carolina, being more fully described as Tracts A, C, and leased area as shown on a plat prepared by W. R. Williams, Jr. dated July 17, 1977, entitled "Survey for Tritor, U.S.A., Inc.", recorded in the R.M.C. Office in Greenville County, South Carolina in Plat Book 71 on Page 15 and having such meets and bounds as appear thereon, a copy of said plat being attached hereto and made a part hereof as Exhibit "A", less, however, that portion of said property consisting of a Tract of 0.57 acres at the intersection of Haywood-Howell and Old Spartanburg Road, being more fully described in Exhibit "B" annexed hereto and made a part hereof by reference.

TO HAVE AND TO HOLD the within described premises subject, however, to the terms, conditions and covenants expressed and declared in the aforementioned Lease Agreement unto the Lessee, its successors and assigns, for a period commencing January 1, 1979 and ending March 31, 2007, as set forth in detail in the said Ground Lease unless said Lease shall be sooner terminated under the terms hereof.

IN WITNESS WHEREOF T. C. Vaughn has hereunto set his hand and seal and Tritor Greenville, Inc. has caused these presents to be subscribed by its duly authorized officers, for and on its behalf, all as of the day and year first above written.

IN THE PRESENCE OF:

C. Vaughn

T. C. Vaughn

Tritor Greenville, Inc.

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by:

August Many A. Ally

and:

and:

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