

STATE OF SOUTH CAROLINA ) AMENDMENT TO AMENDED AND  
 ) RESTATED AGREEMENT FOR  
 COUNTY OF ORANGEBURG ) DEVELOPMENT OF JOINT COUNTY  
 COUNTY OF DORCHESTER ) INDUSTRIAL PARK (CAROLINA  
 ) CHIPS, INC.)

This Amendment to Amended and Restated Agreement for Development of Joint County Industrial Park (the "Amendment") is made and entered into by and between Orangeburg County, South Carolina ("Orangeburg County") and Dorchester County, South Carolina ("Dorchester County"), each a body politic and corporate and political subdivision of the State of South Carolina (collectively the "Counties"), and is to be effective as of the \_\_\_\_ day of \_\_\_\_\_, 2016.

WITNESSETH:

WHEREAS, Orangeburg County, acting by and through its County Council, and Dorchester County, acting by and through its County Council, are authorized pursuant to Article VIII, Section 13(D) of the Constitution of the State of South Carolina and Title 4, Chapter 1 of the Code of Laws of the State of South Carolina 1976, as amended, and specifically Section 4-1-170 thereof (collectively, the "Park Act"), to develop jointly an industrial or business park with other counties within the geographical boundaries of one or more member counties; and

WHEREAS, pursuant to the Park Act, Orangeburg County and Dorchester County entered into that certain Amended and Restated Agreement for Development of Joint County Industrial Park dated as of May 17, 2010, (as amended, modified, and supplemented, collectively, the "Park Agreement") whereby Orangeburg County and Dorchester County agreed to develop a joint county industrial or business park eligible to include property located in either Orangeburg County or Dorchester County (the "Park"); and

WHEREAS, Sections 3(B) and 3(D) of the Park Agreement establish the procedure for enlargement of the boundaries of the Park to include additional property; and

WHEREAS, Section 3(H) of the Park Agreement provides, in part, that unless otherwise expressly set forth in the Park Agreement or an amendment or modification to the Park Agreement, the term during which property is to be included in the Park shall automatically end on December 31 of the tenth (10th) year after the initial year in which such property is included in the Park; and

WHEREAS, Orangeburg County and Dorchester County, having determined that (i) an enlargement of the boundaries of the Park to include therein certain property described in greater detail in Schedule 1 attached hereto (the "Carolina Chips Property"), and (ii) an extended period of time, beyond the 10-year period described above, for inclusion of the Carolina Chips Property in the Park, would promote economic development and thus provide additional employment and investment opportunities within said counties, have agreed to enter into this Amendment of the

Amended and Restated Agreement for Development of Joint County Industrial Park to enlarge the boundaries of the Park by including therein the Carolina Chips Property that is presently or to be owned and/or operated by Carolina Chips, Inc. and located in Orangeburg County, and to grant an extended period of time for inclusion of the Carolina Chips Property in the Park; and

WHEREAS, each of Orangeburg County and Dorchester County has authorized the execution and delivery of this Amendment by Orangeburg County Council Ordinance No. \_\_\_\_\_ enacted on \_\_\_\_\_, 2016 and Dorchester County Council Resolution No. \_\_\_\_ adopted on \_\_\_\_\_, 2016, respectively.

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

1. Exhibit B to the Park Agreement, which describes the boundaries of the Park property located in Orangeburg County, is hereby amended to include the Carolina Chips Property.

2. The 10 year term set forth in Section 3(H) of the Park Agreement shall be null and void and of no force and effect with respect to the inclusion of the Carolina Chips Property in the Park.

3. Except as expressly amended or modified herein, the remaining terms and conditions of the Park Agreement shall remain in full force and effect.

4. In the event that any clause or provisions of this Amendment shall be held to be invalid by any court of competent jurisdiction, the invalidity of such clause or provision shall not affect any of the remaining provisions hereof.

5. This Amendment may be executed in multiple counterparts, each of which shall be an original but all of which shall constitute but one and the same instrument.

*[Signature page follows.]*

In WITNESS WHEREOF, the duly authorized and appointed officers of Orangeburg County, South Carolina and Dorchester County, South Carolina have set their hand and seals hereto to be effective as of the above written date.

ORANGEBURG COUNTY, SOUTH CAROLINA

By: \_\_\_\_\_

Name: Johnnie Wright

Title: Chairman, Orangeburg County Council

(SEAL)

ATTEST:

By: \_\_\_\_\_

Name: Angel Howell

Title: Interim Clerk to Orangeburg County Council

DORCHESTER COUNTY, SOUTH CAROLINA

By:  \_\_\_\_\_

Name: C. David Chinnis

Title: Chairman, Dorchester County Council

(SEAL)

ATTEST:

By:  \_\_\_\_\_

Name: Sally K. Hebert

Title: Clerk to Dorchester County Council

EXHIBIT "A"

LEGAL DESCRIPTION OF THE SITE

LAND DESCRIPTION

All that certain piece, parcel or tract of land, lying and being in Holly Hill Township, County of Orangeburg, State of South Carolina, consisting of 151.61 acres, more particularly described as follows:

Beginning at the right-of-way intersection of Safety Street and Gardner Boulevard at a 5/8" rebar; thence running along the eastern right-of-way of Gardner Boulevard around a curve with an arc distance of 395.03 feet, having a radius of 2897.79 feet and a chord of N 15°19'23" E for a distance of 394.72 feet to a 5/8" rebar; thence turning and running N 11°25'04" E for a distance of 2096.88 feet along the eastern right-of-way of Gardner Boulevard to a 5/8" rebar; thence continuing along the right-of-way in a northeastern direction around a curve with an arc distance of 804.99 feet, having a radius of 1618.82 feet and a chord of N 25°39'49" E for a distance of 796.72 feet to a 5/8" rebar; thence turning and running N 39°54'34" E for a distance of 950.67 feet along the eastern right-of-way of Gardner Boulevard to a concrete monument; thence running N 39°54'34" E for a distance of 332.79 feet along the eastern right-of-way of Gardner Boulevard to a 3/4" rebar; thence turning and running S 19°38'22" E for a distance of 508.79 feet along the lands of George Lester Johnson to a metal post; thence turning and running S 19°34'46" E for a distance of 624.61 feet along the lands of Plum Creek Timberlands, LP to a 1/2" rebar; thence turning and running S 19°38'27" E for a distance of 957.97 feet along the lands of Debra J. Hill and Dr. Victor L. Hill to a concrete monument; thence turning and running S 21°21'43" W for a distance of 6.87 feet along the western right-of-way of CSX Railroad to a concrete monument; thence running S 21°21'43" W for a distance of 3315.26 feet along the western right-of-way of CSX Railroad to a 5/8" rebar; thence turning and running N 51°53'58" W for a distance of 1499.59 feet along the northern right-of-way of Safety Street to a 5/8" rebar being the point of beginning.

Being the same property conveyed to Carolina Chips, Inc., by deed of Plum Creek Timberlands, L.P., recorded in the office of the Register of Deeds for Orangeburg County in Deed Book 1661 at Page 260.