

or sell other otherwise transfer to another corporation all or substantially all of its assets as an entirety and thereafter dissolve, if the successor corporation or transferee assumes in writing all the obligations of the Lessee herein and is duly qualified to do business in the State of South Carolina, and, if in connection with any such consolidation, merger, sale, or transfer, there shall be filed with the County and the Purchaser a letter or certificate by a firm of certified public accountants (which is the the size and type commonly referred to as nationally known certified public accountants and which is acceptable to the Purchaser), certifying that, after the consummation of such consolidation, merger, sale, or transfer, the corporation resulting from or surviving such consolidation, merger, sale, or transfer will have an excess of assets over liabilities at least as great as the Lessee would have had if such consolidation, merger, sale, or transfer had not occurred).

10. The first subparagraph of Section 12.3 of Article XII of the Lease Agreement shall be amended to read as follows:

(a) "Additional Payments" means an amount equal to eight per centum (8%) per annum of the outstanding principal balance of the Note, commencing as of the Taxable Date.

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