

1144-612

WHEREAS, Lessor has agreed with Lessee to lease a portion of PATEWOOD, which portion is comprised of 100 acres, more or less, and more fully described in Exhibit B, attached hereto and made a part hereof (hereinafter referred to as "PREMISES").

WHEREAS, Lessee will expend substantial sums of money to improve and develop the leased PREMISES and is properly concerned about restricting, in a reasonable manner, the future development of these "PREMISES" and two adjoining tracts owned by Lessor: (1) a 3.5640 acre tract, more or less, having erected thereon Lessor's personal residence and related out-buildings and improvements and more fully described in Exhibit C, attached hereto and made a part hereof, (hereinafter referred to as "PATE HOMESTEAD TRACT "A"), and (2) a 63.9497 acre tract, more or less, and more fully described in Exhibit D, attached hereto and made a part hereof, (hereinafter referred to as "PATE HOMESTEAD TRACT B").

NOW, THEREFORE, in consideration of the covenants hereinafter contained, the parties agree as follows:

ARTICLE I

GRANT OF PREMISES DESCRIBED IN EXHIBIT B

That for the rent and upon the terms and conditions hereinafter stated, the Lessor has let and leased and hereby does let and lease unto the Lessee, the PREMISES described in Exhibit B.

TO HAVE AND TO HOLD the described PREMISES, together with the privileges and appurtenances thereunto belonging, subject, however, to the foregoing restrictions and conditions and to the terms, conditions and covenants hereinafter expressed and declared, unto the said Lessee, its successors and assigns, for and during the full term of ninety-nine (99) years. Subject to a condition precedent hereinafter contained in Item FIRST of Article VII, the term of the lease shall commence on the day following final approval (final approval is defined in Item FIRST of Article VII) of a rezoning change required to permit the intended use of the PREMISES, PATE HOMESTEAD TRACT A, and PATE HOMESTEAD TRACT B, for a commercial office park, as permitted by one or more zoning classifications contained in the Greenville County Zoning Ordinance as in effect January 1, 1980. In the event that attempts to have

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