

STATE OF SOUTH CAROLINA

County of Greenville

Personally appeared before me Ed. Wyatt and made oath that he saw the within named
 H.W. Cely, sign seal and as their act and deed deliver the within written deed and that
 he with S.G. Bagwell witness the execution thereof.

Sworn to before me this 5th day of July A.D. 1902.) Ed. Wyatt
 S. G. Bagwell (SEAL).)
 Notary Public

Recorded July 7th. 1902

444 SOUTHERN RAILWAY---CAROLINA DIVISION

LEASE.

TO

SOUTHERN RAILWAY COMPANY.

THIS INSTRUMENT, made this thirtieth day of June, 1902, by and between SOUTHERN RAILWAY--
 CAROLINA DIVISION, a corporation organized and existing under and by virtue of the laws
 of the State of South Carolina, hereinafter for convenience styled the Carolina Company,
 party of the first part, and SOUTHERN RAILWAY COMPANY, a corporation organized under an
 act of Assembly of the State of Virginia, hereinafter for convenience styled the South-
 ern Company, party of the second part, WITNESSETH: THAT WHEREAS, by an Act of the Gen-
 eral Assembly of South Carolina approved February 19, 1902, and entitled "An Act to authorize
 the consolidation or merger of the capital stock, franchises and properties of the Ashe-
 ville and Spartanburg Railroad Company, the South Carolina and Georgia Railroad Company,
 the South Carolina and Georgia Railroad Extension Company, and the Carolina Midland
 Railway Company, under the laws of this State, and to authorize and empower such consoli-
 dated company to make a lease of its railroads, properties and franchises to the South-
 ern Railway Company," the Asheville and Spartanburg Railroad Company, the South Carolina
 and Georgia Railroad Company, the South Carolina and Georgia Extension Railroad Company
 and the Carolina Midland Railway Company, corporations of the State of South Carolina,
 and the owners of certain lines of railroad in the State of South Carolina, some of
 which extend into the States of North Carolina and Georgia, being the lines of railroad
 hereinafter described, were authorized to consolidate their capital stocks, franchises
 and properties with each other; power in the premises being also derived from certain Act
 of North Carolina ratified January 31, 1899, and February 5, 1901, respectively; and
 WHEREAS, the Directors of said several corporations did heretofore under date of May 15,
 1902, enter into a joint agreement under the corporate seal of each of said constituent
 companies for the consolidation of their capital stocks, franchises and properties with
 each other, which said agreement was duly submitted to the stockholders of each of said
 constituent companies at separate meetings thereof duly called and held, and was duly ad-
 opted by the stockholders of each of said constituent companies, and thereafter, was duly
 filed in the office of the Secretary of State of South Carolina and also on the office
 of the Secretary of State of North Carolina; and WHEREAS, the Carolina Company, party of
 the first part hereto, is the new corporation formed by such consolidation last above
 recited; and WHEREAS, the Southern Company, originally organized under and by virtue of
 an Act of Assembly of the State of Virginia approved February 20, 1894, has duly complied

with the requirements of the Act of South Carolina approved March 9, 1896, entitled "An Act
 to provide the manner in which railroad companies incorporated under the laws of other States
 or Countries may become incorporated in this State;" and also has complied with the require-
 ments of the Act of North Carolina ratified February 10, 1899, entitled "An Act to provide the
 manner in which foreign corporations may become domestic corporations," and WHEREAS, under
 and by virtue of the Acts and proceedings hereinafter recited, the Carolina Company has power
 to take, and the Southern Company has power to take, a lease of all the railroads, properties
 and franchises of the Carolina Company; and WHEREAS, at a meeting of the Board of Directors
 of the Carolina Company held on the 26th day of June, 1902, this instrument was considered and
 was authorized to be executed on behalf of the Carolina Company; all of which was thereafter
 submitted to, approved and ratified by the holders of all the outstanding and issued capital
 stock of the Carolina Company in meeting duly convened; and WHEREAS, at a meeting of the
 stockholders of the Southern Company duly called, and held in the City of Richmond, Virginia,
 on the 23d day of April, 1902, such a lease upon the terms of this instrument was duly author-
 ized and approved by the holders of a majority of the capital stock of the Southern Company,
 and at a meeting of the Board of Directors of the Southern Company held on the 26th day of
 June 1902, this instrument was considered and approved, and was authorized to be executed on
 behalf of the Southern Company; NOW THEREFORE, THIS AGREEMENT WITNESSETH: THAT the CAROLINA
 COMPANY for and in consideration of the covenants hereinafter expressed on the part of the
 Southern Company, its successors and assigns, to be kept and performed, and in further consid-
 eration of the sum of one dollar to it in hand paid by the Southern Company, the receipt
 whereof is hereby acknowledged, has granted the use of, demise, leased and to farm let, and
 by these presents doth now grant the use of, demise, lease and to farm let unto the Southern
 Company, its successors and assigns, ALL and singular the railroads, property and franchises
 of the Carolina Company more particularly described as follows:

Parcel No. 1. The Asheville and Spartanburg Railroad.

1. All that certain main line of railroad, known as the Asheville and Spartanburg Railroad
 extending from its junction with the Atlanta and Charlotte Air Line Railway at or near the City
 of Spartanburg, South Carolina, through the counties of Spartanburg and Greenville, in the
 State of South Carolina, and the counties of Polk, Henderson and Buncombe in the State of
 North Carolina, to a point of connection with the railroad of Southern Railway Company known
 as the Western North Carolina Railroad, at or near the City of Asheville, in the said County
 of Buncombe and State of North Carolina, being 65.90 miles of railroad, more or less.
2. All that certain main line of railroad, known as the Spartanburg, Union and Columbia
 Railroad, extending from its junction with the said Atlanta and Charlotte Air Line Railway
 at or near the City of Spartanburg, South Carolina, thence through the counties of Spartanburg,
 Union and Fairfield, in the State of South Carolina, to a point of connection with the rail-
 road of Southern Railway Company, known as the Columbia and Greenville Railroad, at or near
 the town of Alston, in said County of Fairfield and State of South Carolina, being 68 miles
 of railroad, more or less.
3. All that certain right to use jointly with Southern Railway Company for the term of fifty
 years from July 1, 1901, those portions of certain railroads of said Southern Railway Company
 described as follows:

(a) All that certain main line of railroad known as the Columbia and Greenville Railroad