

Section 5.5. Termination. Upon the payment in full of the 1984 Bond, the Hospital Note and all amounts due and owing under the 1984 Loan Agreement, this Transfer and Assignment shall terminate and (unless previously terminated under its own terms) the 1982 Indenture shall remain in full force and effect as if never amended by this Transfer and Assignment. If, prior to the payment in full of the 1984 Bond, the Hospital Note and all amounts due and owing under the 1984 Loan Agreement, the 1982 Indenture shall terminate under its own terms, then this Transfer and Assignment shall remain in full force and effect for the benefit of the Bondholder.

Section 5.6. Effect on 1982 Indenture. Except and only to the extent amended by or inconsistent with this Transfer and Assignment, all provisions of the 1982 Indenture shall remain in full force and effect.

Section 5.7. Consent of Trustee to 1984 Bond Documents. In its capacity as trustee for the holders of the Indenture Bonds, the Trustee hereby consents to the execution, delivery and performance by the parties thereto of this Transfer and Assignment, the 1982 Loan Agreement Amendment, the Mortgage Amendment, the 1984 Loan Agreement, the 1984 Bond and the Hospital Note.

IN WITNESS WHEREOF, the parties hereto have executed this Transfer and Assignment, all as of the date first above written.

[SEAL]

Attest:

Mary J. Turner
Clerk of County Council

GREENVILLE COUNTY, SOUTH CAROLINA

By: Melvin M. Pace
Chairman of County Council

By: John M. Walker
County Administrator

WITNESSES:

Eric B. Christy
Patricia W. Moran

(SEAL)

WITNESSES:

Eric B. Christy
Patricia W. Moran

THE CITIZENS & SOUTHERN NATIONAL BANK OF SOUTH CAROLINA, As Trustee and Bank Agent

By: Walter D. [Signature]
Corporate Trust Officer
VICE PRESIDENT AND SENIOR TRUST OFFICER

Attest: Marvin W. Ellensburg