

## PLAN OF DISSOLUTION

**WHEREAS**, the Board of Directors of the Greenville County Research & Technological Development Corporation (the “*Corporation*”), has determined that it is in the best interests of the Corporation that the Corporation be dissolved; and

**WHEREAS**, the Articles of Incorporation and the Bylaws of the Corporation provide that upon dissolution, the assets of the Corporation shall be transferred to Greenville County, South Carolina (the “*County*”), a body corporate and politic and a political subdivision of the State of South Carolina (the “*State*”); and

**WHEREAS**, the Board of Directors desires to set out herein a plan for the dissolution of the Corporation.

1. Notification to Attorney General. Not less than 20 days prior to the filing of the Articles of Dissolution with the State Secretary of State’s office, the Corporation shall provide to the State Attorney General (the “*Attorney General*”) the written notice required by Section 33-31-1403 of the Code of Laws of South Carolina 1976, as amended, that the Corporation intends to dissolve.

2. Transfer and Assignment. Prior to the filing of the Articles of Dissolution with the Secretary of State’s office, the Corporation will transfer all of its assets to the County. The assets of the Corporation consist of the following:

- a. cash of approximately \$221,857.05.
- b. real property as more particularly described on the attached *Exhibit A*.

If any additional assets are found to belong to the Corporation, the Corporation shall transfer and assign to the County all of its assets.

3. Articles of Dissolution. The Corporation shall file the Articles of Dissolution with the Secretary of State.

4. Additional Step Following Dissolution. As soon as practicable following the dissolution, if any additional assets are found to belong to the Corporation, the Corporation shall provide to the Attorney General the written list required by Section 33-31-1403© of the Code of Laws of South Carolina 1976, as amended, setting forth those persons to whom the assets of the Corporation were transferred (including the address of such person and the assets that each such person received).

5. Other Actions. The Corporation shall take all such other actions as may be deemed necessary or advisable by any of its officers in order to affect the dissolution and the transfers of its assets to the County.

6. Governing Law. This Plan of Dissolution shall be governed by and construed in accordance with the laws in the State.

## EXHIBIT A

All that piece, parcel or tract of land, containing 3.00 acres, more or less, situate, lying and being on Matrix Parkway, in the County of Greenville, State of South Carolina, being shown and designated as "Portion of TMS 409-1-1.3" on a survey entitled "Plat for Greenville County Research and Technological Development Corporation", prepared by Thomas P. Dowling dated August 20, 2009, having according to said plat, the following metes and bounds:

Beginning at an iron pin found on the southern right of way of Matrix Parkway at the joint front corner with property now or formerly of Matrix Investors I, LLC shown as 7.939 acres on plat recorded in Plat Book 44N at Page 37, said pin being the point of beginning; thence running along said right of way of Matrix Parkway N 80° 42'25"E 187.4 feet to an iron pin set; thence S 02°29'54"E 690.55 feet to the center line of creek; thence with the center line of the creek the following courses and distances: N 69°25'22"W 9.84 feet to a point; thence S 32°01'41"W 10.23 feet to a point; thence S 51°30'49"W 24.33 feet to a point; thence S 54°42'09"W 37.41 feet to a point; thence S 65°55'12"W 25.71 feet to a point; thence N 40°20'21"W 11.05 feet to a point; thence N 28°35'12"W 11.66 feet to a point; thence S 89°19'02"W 31.63 feet to a point; thence S 89°07'09"W 14.15 feet to a point; thence N 29°53'45"W 20.60 feet to a point; thence N 86°28'49"W 19.39 feet to a point; and thence S 38°19'45"W 14.94 to a point; thence leaving the center line of creek and running along N/F of Matrix Investors I, LLC N 02°29'54"W 687.35 feet to the point of beginning.