

ASSIGNMENT OF LEASE AGREEMENT

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STATE OF SOUTH CAROLINA,  
COUNTY OF GREENVILLE.

KNOW ALL MEN BY THESE PRESENTS that GREENVILLE COUNTY, a body politic and corporate and a political subdivision of the State of South Carolina, acting by and through the Greenville County Council, in consideration of the sum of One Dollar (\$1.00) to it in hand paid at and before the sealing of these presents, the receipt of which is hereby acknowledged, has assigned, transferred and set over unto Morgan Guaranty Trust Company of New York, its successors and assigns, as security for (i) the payment of the principal of and interest on its \$700,000 Greenville County Industrial Revenue Note, Series 1973 (Imery Industries, Inc. - Lessee), dated as of December 1, 1973 issued pursuant to the Note Purchase Agreement between Greenville County and the Bank and (ii) the due performance and observance by the County of all of its covenants and agreements in the Note, the Note Purchase Agreement and the Lease Agreement, the following:

ALL of the right, title and interest of said Greenville County in and to the foregoing Lease Agreement, dated as of December 1, 1973, between said Greenville County, as Lessor and Emery Industries, Inc., as Lessee.

IN WITNESS WHEREOF, Greenville County, South Carolina, has executed this Assignment by causing its name to be hereunto subscribed by the Chairman of the Greenville County Council, the official seal of said County to be impressed hereon and attested by the Secretary of said County Council, all being done as of the 1st day of December A.D., 1973.

GREENVILLE COUNTY, SOUTH CAROLINA

BY *Larry M. Cella*  
Chairman of the Greenville County Council

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