

STATE OF SOUTH CAROLINA    )  
  )  
GREENVILLE COUNTY         )        A RESOLUTION

A RESOLUTION DESIGNATING AND APPROVING INTERNATIONAL VITAMIN CORPORATION, AS A SPONSOR AFFILIATE IN SATISFACTION OF THE REQUIREMENTS OF TITLE 12, CHAPTER 44 OF THE SOUTH CAROLINA CODE, SO AS TO ALLOW THE SPONSOR AFFILIATE TO QUALIFY FOR BENEFITS PURSUANT TO A FEE-IN-LIEU OF *AD VALOREM* TAXES ARRANGEMENT BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA AND 200 FRANCIS MARION WAY LLC; AND OTHER MATTERS RELATED THERETO.

WHEREAS, Greenville County (the “County”) is a political subdivision of the State of South Carolina and, as such, has all powers granted to counties by the Constitution and the general law of this State;

WHEREAS, the County, acting by and through its County Council, is authorized and empowered under and pursuant to the provisions of Title 12, Chapter 44 of the Code of Laws of South Carolina, 1976, as amended (collectively, the “Act”) (i) to enter into agreements with qualifying companies to encourage investment in projects constituting economic development property through which the economic development of the State of South Carolina will be promoted by inducing new and existing manufacturing and commercial enterprises to locate and remain in the State and thus utilize and employ manpower and other resources of the State; and (ii) to covenant with such industry to accept certain fee payments in lieu of *ad valorem* taxes with respect to such investment;

WHEREAS, the County, acting by and through its County Council, entered into that certain Fee-in-lieu of *Ad Valorem* Taxes Agreement effective December 7, 2021 (the “Fee Agreement”), between Greenville County, South Carolina (“County”) and Fox Hill Greenville LLC; Fox Hill Greenville LLC subsequently assigned all of its interest in the Fee Agreement to its Affiliate, 200 Francis Marion Way LLC (“Sponsor”) in accordance with Section 5.09 of the Fee Agreement;

WHEREAS, the Sponsor’s Project (as defined in the Fee Agreement) includes certain real property that will be leased to International Vitamin Corporation, a Delaware corporation (“IVC”), who plans to make certain investments in real and personal property at the Sponsor’s Project, resulting in an anticipated capital investment of \$8,600,000;

WHEREAS, the Sponsor desires that IVC be designated and approved herein as a “Sponsor Affiliate” to the Fee Agreement so as to qualify for benefits under the Fee Agreement pursuant to Section 30(20) of the Act;

WHEREAS, upon approval by the County of IVC as a Sponsor Affiliate, IVC, the Sponsor and the County will enter a Joinder Agreement, in a form substantially similar to that in **Exhibit A**, which agreement binds the Sponsor Affiliate to the terms of the Fee Agreement, as required by Section 130(A) of the Act;

NOW, THEREFORE, BE IT RESOLVED by the County Council as follows:

Section 1. **Approval of Sponsor Affiliate for Purposes of the Act.** The County hereby designates and specifically approves International Vitamin Corporation as a Sponsor Affiliate under the Fee Agreement within the meaning of the Act.

Section 2. **Authorization.** The County Council authorizes the Chairman of the County Council, or the Vice Chairman in the absence of the Chairman, the County Administrator, and the Clerk to County Council, for and on behalf of the County, to take whatever further actions reasonably necessary and prudent to effect the intent of this Resolution, including but not limited to the execution and delivery of the Joinder Agreement.

Section 3. **Severability.** Should any part, provision, or term of this Resolution be deemed unconstitutional or otherwise unenforceable by any court of competent jurisdiction, such finding or determination shall not affect the rest and remainder of the Resolution or any part, provision or term thereof, all of which is hereby deemed separable.

Section 4. **Repealer Clause.** All orders, resolutions, or any parts of either, in conflict with this Resolution are, to the extent of that conflict, repealed. This Resolution is effective and remains in effect as of its adoption by the County Council.

**Resolved:** December 6, 2022

GREENVILLE COUNTY, SOUTH CAROLINA

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Willis Meadows, Chairman  
Greenville County Council

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Joseph Kernell  
County Administrator

(SEAL)

ATTEST:

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Regina McCaskill, Clerk to Council  
Greenville County Council



**EXHIBIT A**

[Joinder Agreement]