Resolution No. _____

GREENVILLE COUNTY RESOLUTION

STATE OF SOUTH CAROLINA)
) RESOLUTION
COUNTY OF GREENVILLE)

A RESOLUTION APPROVING A PARTIAL ASSIGNMENT OF INTERESTS IN THE FEE IN LIEU OF TAX AND SPECIAL SOURCE CREDIT AGREEMENT BETWEEN GREENVILLE COUNTY, SOUTH CAROLINA AND R.A. GREENVILLE BROOKFIELD ROAD LLC, DATED AS OF DECEMBER 6, 2022 WITH AN EFFECTIVE DATE AS OF DECEMBER 1, 1998, REVISED AS OF DECEMBER 1, 2000.

WHEREAS, Greenville County, South Carolina (the "County") entered into a Fee in Lieu of Tax and Special Source Credit Agreement dated as of December 6, 2022 with an effective date as of December 1, 1998 with R.A. Greenville Brookfield Road LLC (the "Fee Agreement"); and

WHEREAS, R.A. Greenville Brookfield Road LLC, a Delaware limited liability company ("Assignor") and Global Lending Services LLC, a Delaware limited liability company ("Assignee") wish to enter into that certain Partial Assignment and Assumption Agreement, a copy of which is attached hereto to as Exhibit A (the "Assignment"); and

WHEREAS, Section 5.09 of the Fee Agreement authorizes Assignor to assign its rights and obligations under the Fee Agreement in whole or in part with the prior written consent or subsequent written ratification of the County; and

WHEREAS, pursuant to Section 5.09 of the Fee Agreement and Section 12-44-120 of the Code of Laws of South Carolina, 1976, as amended, Assignor has requested the County's approval of the Assignment, and the County has agreed to provide such approval.

NOW, THEREFORE, BE IT RESOLVED by the County Council of Greenville County, South Carolina (the "County Council), as follows:

SECTION 1. The County Council hereby expressly consents to the Assignment as of the effective date of the Assignment and hereby releases Assignor from all obligations and responsibilities arising after the date of the Assignment in accordance with Section 5.09 of the Fee Agreement and Section 12-44-120 of the Code of Laws of South Carolina, 1976, as amended, to the extent such obligations arise from that portion of the Fee Agreement assigned to Assignee in the Assignment. Further, the County Council agrees that Assignee's obligations and responsibilities shall only arise after the date of the Assignment.

SECTION 2. The County Administrator and the Clerk to County Council, for and on behalf of the County, are hereby authorized and directed to do any all things necessary or appropriate in connection with this Resolution to effect the consent of the County to the Assignment.

SECTION 3. This Resolution shall take effect and be in full force from and after its passage by the County Council.

BE IT RESOLVED this ____ day of _____, 2025.

GREENVILLE COUNTY,
SOUTH CAROLINA

Signature: _____
Name: Benton Blount
Title: Council Chairman

Signature:_____
Name: Joe Kernell
Title: County Administrator

ATTEST:

Signature: _____
Name: Regina McCaskill
Title: Clerk to County Council

Exhibit A

Form of Partial Assignment and Assumption Agreement

See attached