

Burgess, Freeman & Parham in Greenville, South Carolina at a time and date to be selected by Machine Fabricators. Machine Fabricators shall give notice of the date and time of the Closing to Old Grove at least ten (10) business days prior to the Closing. At the Closing, Old Grove shall execute and deliver to Machine Fabricators a general warranty deed in proper form for recording and a bill of sale.

6. Title and Authorization. At the Closing, Old Grove shall, and does hereby warrant and agree to convey to Machine Fabricators good and marketable title to the Property free and clear of any and all deeds to secure debt, mortgages, liens, judgments, past due taxes and encumbrances with the exception of taxes for the year of Closing and subsequent years, and easements. Old Grove further agrees that it shall represent and warrant at the Closing that it is the rightful owner of the Property and that it has the requisite power and authority to sell and convey the Property to Machine Fabricators.

7. Eminent Domain. As of the date of this Agreement, Old Grove warrants and represents that it has no knowledge of and has received no notice of the commencement or threatened commencement of eminent domain or other like proceeding against the Property or any portion thereof. If Old Grove receives