same is in writing, dated subsequent to the date hereof, and agreed to and duly executed by each of the parties hereto.

This Agreement and the rights of the parties (35) shall be governed by and construed and enforced in accordance with the laws of the State of South Carolina without regard to its conflicts of laws rule.

IN WITNESS WHEREOF, the parties have hereunto set their hands and seals as of the day and year first above written.

WITNESSES:

AMERICAN SERVICE CORPORATION

OF S.C.

Name

Title XXX. VKL

As to American Service Corporation of S.C.

SILVERLEAF DEVELOPERS

(CONTINUED ON NEXT PAGE)