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BONN : . . ANNERSLEY N. M.C.

LOAN AGREEMENT

BETWEEN

GREENVILLE COUNTY, SOUTH CAROLINA

AND

UNION CARBIDE CORPORATION

Dated as of February 1, 1982

Environmental Improvement Revenue Bonds Due 1995 (Union Carbide Corporation Project--Series 1982)

This Loan Agreement has been assigned by Greenville County, South Carolina, to Wachovia Bank and Trust Company, N.A., as Trustee under an Indenture dated as of February 1, 1982, from Greenville County, South Carolina, to such Trus-Ree, as amended or supplemented from time to time. Information concerning such assignment may be obtained from the Trustee at 301 North Church Street, Winston-Salem, North Carolina 27102.

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