

"INDEPENDENT COUNSEL" means an attorney satisfactory to the Mortgagee duly admitted to practice law before the highest court of any state and not a full-time employee of either the County or the Lessee.

"INDEPENDENT ENGINEER" means an engineer or engineering firm registered and qualified to practice the profession of engineering under the laws of South Carolina, satisfactory to the Mortgagee, and who or which is not a full-time employee of either the County or the Lessee.

"LEASE RENTALS" means all of the revenues, rents, and receipts derived directly or indirectly from the leasing or sale of the Project including all moneys received under the Lease Agreement (excepting only amounts paid pursuant to Sections 5.4, 6.3, 8.7, or 10.4 hereof).

"LEASE TERM" means the duration of the leasehold estate created in this Agreement as specified in Section 5.1 hereof.

"LEASED EQUIPMENT" means those items of machinery, equipment, and related property described in Exhibit B incorporated herein, required herein to be acquired and installed in the Building or elsewhere on the Leased Land including those items to be acquired and installed with proceeds from the sale of the Note, or the proceeds of any payment by Lessee pursuant to Section 4.6 hereof and any item of machinery, equipment, and related property acquired and installed in the Building or elsewhere on the Leased Land in substitution therefor and renewals and replacements thereof pursuant to the provisions of Sections 4.1(b), 6.1, 6.2(a), 7.1, and 7.2 hereof and is further defined as all property owned by the County and hereby leased to the Lessee which is not included in the definition of Leased Land or Building, but does not include Lessee's own machinery and equipment identified as such and installed under the provisions of Section 9.7 hereof.

"LEASED LAND" means the real property described in Exhibit A attached hereto which, by this reference thereto, is incorporated herein.

"LESSEE" means the party of the second part hereto and its successors and assigns.

"MORTGAGE" means the Mortgage given by the County to American National Bank and Trust Company of Chicago, Chicago, Illinois, as Mortgagee, of even date herewith, pursuant to which the County's interest in this Agreement and the Lease Rentals, revenues, and receipts received by the County from the Project (except payments pursuant to Section 5.4, 6.3, 8.7, and 10.4 of this Agreement) are pledged and the Project is mortgaged as security for the payment of principal of, premium, if any, and interest on the Note.