

STATE OF SOUTH CAROLINA )  
 )  
COUNTY OF BARNWELL )

**RESOLUTION NO. 2012-12-387-R**

**A RESOLUTION AUTHORIZING AN AMENDMENT TO THE MASTER AGREEMENT FOR THE ESTABLISHMENT OF THE QUAD-COUNTY INDUSTRIAL PARK I AND II INVOLVING ALLENDALE, BAMBERG, BARNWELL AND HAMPTON COUNTIES DATED DECEMBER 18, 2008, SO AS TO INCLUDE ADDITIONAL PROPERTIES IN BAMBERG COUNTY (MASONITE CORPORATION AND TOBUL ACCUMULATOR INCORPORATED) AS PART OF THE QUAD-COUNTY INDUSTRIAL PARK I, AND OTHER MATTERS RELATED THERETO.**

**WHEREAS**, Allendale, Bamberg, Barnwell, and Hampton Counties (the “Counties”) entered into a Master Agreement for the Establishment of the Quad-County Industrial Park I and II dated December 18, 2008 (the “Agreement”); and

**WHEREAS**, pursuant to Section 3 of the Agreement, the boundaries of the parks created therein may be enlarged pursuant to ordinances or resolutions of the respective counties; and

**WHEREAS**, Masonite Corporation, and Tobul Accumulator Incorporated (the “Companies”) are investing through the acquisition, construction, and/or renovation of land, buildings, improvements, and/or personal property (the “Project”) on land described in Exhibit A attached hereto (the “Property”); and

**WHEREAS**, the Property is not located in any multi-county industrial and business park; and

**WHEREAS**, the Companies have requested that the Counties include the Property in the Agreement in order to allow enhanced job tax credits and to facilitate the granting of special source revenue credits; and

**WHEREAS**, the Companies have requested that the Property not be removed from the Agreement prior to the expiration thereof; and

**WHEREAS**, the Counties benefit from having the Project located in one park in order to avoid confusion in the administration of multiple Park Agreements and have therefore agreed to include the Property in the joint industrial and business park created by the Agreement (the “Park”).

**NOW, THEREFORE**, be it resolved by the Barnwell County Council that:

1. The Agreement is hereby and shall be amended to include the Property, and the County Administrator or Chairman of the Barnwell County Council are hereby authorized to execute and deliver any desired amendments to the Agreement necessary to accomplish the within amendments and enlargement.
2. Because Masonite Corporation anticipates an investment of \$14,000,000, the Masonite Corporation property shall be added to Park I.
3. Because Tobul Accumulator Incorporated anticipates an investment of \$2,800,000, the Tobul Accumulator Incorporated property shall be added to Park I.
4. The Property shall not be removed from the Agreement, as may be amended from time to


time, prior to the expiration of its term without the consent of the applicable property owner.

5. This Resolution shall amend, to the extent necessary, any other ordinances or resolutions of the Barnwell County Council pertaining to the Park.

6. This Resolution shall be effective upon its adoption.

DONE in meeting duly assembled this 11th day of December, 2012.

BARNWELL COUNTY, SOUTH CAROLINA

Signature:   
Name: Freddie L. Houston, Sr.  
Title: Vice-Chairman of County Council

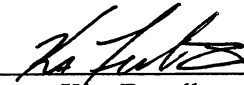
ATTEST:   
Kim Futrell  
Clerk to County Council

EXHIBIT A

**MASONITE CORPORATION PROPERTY (BAMBERG COUNTY)  
To be added to Park I**

All that certain piece parcel or lot of land with the improvements thereon, situate, lying and being on the County of Bamberg, State of South Carolina, being more particularly shown and designated as Tract "A" and Tract "B" on a Survey entitled "ALTA/ACSM Land Title Survey of 45.15 Acres" prepared for Masonite Corporation by Edisto Engineers & Surveyors, Inc., dated September 1, 2011 and recorded in the Office of the Register of Deeds for Bamberg County in Record Book 36, at Page 228. Reference is made to said plat for a more complete and accurate description.

Being the same property as conveyed in that Quitclaim Deed by Government Training Institute, Inc., recorded on October 28, 2011 in Book 302, at Page 270, aforesaid records.

Bamberg County Tax Map Number: 0038-00-00-021

TOBUL ACCUMULATOR INCORPORATED (BAMBERG COUNTY)  
To be added to Park I

All that certain piece, parcel or lot of land, situate, lying and being in the County of Bamberg, State of South Carolina, and being shown and delineated as Parcel "A" and being 13.00 acres on a plat entitled "Plat Showing the Subdivision of Bamberg County T.M.S. No.'s 0074-00-00-147 & 0074-00-00-155, to Create Parcel "A", a 13.00 acre Parcel & Showing the Abandonment of a Portion of the Property Line Separating T.M.S. No.'s 0074-00-00-147 & 0074-00-00-155", prepared for Southern Carolina Regional Development Alliance, by HGBD Surveyors, LLC, dated May 9, 2012; and recorded in the Office of the Clerk of Court for Bamberg County in Plat Book 36, at page 282 and having such metes, bounds, courses and distances as shown on said plat.

TOGETHER with a non-exclusive, permanent, perpetual, transferrable, assignable easement over and across that portion of the property of Grantor designated as "Innovation Drive Proposed Variable Width Right-of-Way 3.34 Acres / 145,594 Sq. Ft. (Private Road)" for pedestrian and vehicular access, ingress and egress to and from the property conveyed above and Highway 301 and for the installation of utilities serving the property conveyed above (including water, sewer, electrical and telephone utilities) (provided that such does not cause any damage to the existing paved road), all as shown more particularly on that certain plat prepared by HGBD Surveyors, LLC for Southern Carolina Regional Development Alliance dated May 9, 2012 and recorded in the Office of the Clerk of Court of Bamberg County at Plat Book 36, at page 281.

STATE OF SOUTH CAROLINA ) AMENDMENT TO MASTER AGREEMENT FOR  
 ) THE ESTABLISHMENT OF THE QUADCOUNTY  
 COUNTY OF ALLENDALE ) INDUSTRIAL PARK I AND II DATED DECEMBER  
 COUNTY OF BAMBERG ) 18, 2008 (MASONITE CORPORATION, AND TOBUL  
 COUNTY OF BARNWELL ) ACCUMULATOR INCORPORATED)  
 COUNTY OF HAMPTON )

THIS AMENDMENT ENTERED INTO AS OF THE 11th DAY OF December, 2012 BETWEEN THE COUNTIES OF ALLENDALE, BAMBERG, BARNWELL, AND HAMPTON, SOUTH CAROLINA

By authority of Resolution No. \_\_\_\_\_ enacted by the County Council of Allendale County on \_\_\_\_\_, 2012, Resolution No. \_\_\_\_\_ enacted by the County Council of Bamberg County on \_\_\_\_\_, 2012, Resolution No. 2012-12-387 enacted by the County Council of Barnwell County on Dec. 11, 2012, and Resolution No. \_\_\_\_\_ enacted by the County Council of Hampton County on \_\_\_\_\_, 2012 for value received, the counties of Allendale, Bamberg, Barnwell, and Hampton agree that: (i) the property described in Exhibit A attached hereto is hereby added to and shall be deemed to be a part of the Master Agreement for the Establishment of the Quad-County Industrial Park I and II among Allendale, Bamberg, Barnwell and Hampton Counties dated December 18, 2008 (the "Park Agreement"), (ii) the property described in Exhibit A shall not be removed from the Park Agreement, as may be amended from time to time, prior to the expiration of its term without the consent of the applicable property owner, and (iii) the parcels shall be added to Park I as designated in the attached exhibit.

All other terms and provisions of said Agreement shall remain in full force and effect.

(Signature Pages Follow)

WITNESS our hands and seals as of the day first above written.

**ALLENDALE COUNTY,  
SOUTH CAROLINA**

Signature: \_\_\_\_\_  
Name: Carl Gooding  
Title: Chairman of County Council

(SEAL)

**ATTEST:**

Signature: \_\_\_\_\_  
Name: Erika V. Grubbs  
Title: Clerk to County Council

WITNESS our hands and seals as of the day first above written.

**BAMBERG COUNTY,  
SOUTH CAROLINA**

Signature: \_\_\_\_\_

Name: \_\_\_\_\_

Title: Chairman of County Council

(SEAL)

**ATTEST:**

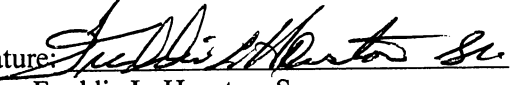
Signature: \_\_\_\_\_

Name: Rose R. Shepherd

Title: Clerk to County Council

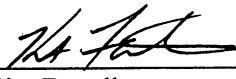
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**BARNWELL COUNTY,  
SOUTH CAROLINA**

Signature:   
Name: Freddie L. Houston, Sr.  
Title: Vice-Chairman of County Council

(SEAL)

**ATTEST:**

Signature:   
Name: Kim Futrell  
Title: Clerk to County Council



WITNESS our hands and seals as of the day first above written.

**HAMPTON COUNTY,  
SOUTH CAROLINA**

Signature: \_\_\_\_\_  
Name: Hugh B. Gray  
Title: Chairman of County Council

(SEAL)

**ATTEST:**

Signature: \_\_\_\_\_  
Name: Aline Newton  
Title: Clerk to County Council

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