

STATE OF SOUTH CAROLINA)
)
COUNTY OF NEWBERRY)

RESOLUTION NO. 18-08

RESOLUTION BY NEWBERRY COUNTY, SOUTH CAROLINA CONSENTING TO THE AMENDMENT OF A MULTI-COUNTY INDUSTRIAL PARK AGREEMENT WITH GREENWOOD COUNTY, SOUTH CAROLINA, PURSUANT TO SECTION 4-1-170 OF THE SOUTH CAROLINA CODE.

WHEREAS, Newberry County, South Carolina (the "County") and Greenwood County, South Carolina ("Greenwood County") entered into an Agreement for a Comprehensive Joint County Business and Industrial Park in Greenwood and Newberry Counties (the "Agreement") which created a multi-county industrial park (the "Park") pursuant to Article VIII, Section 13 of the South Carolina Constitution and Section 4-1-170 of the Code of Laws of South Carolina, 1976, as amended (the "Act"); and

WHEREAS, Section 1 of the Agreement provides that the County and Greenwood County may add property within their respective geographical boundaries to the Park by duly adopted ordinance, but the Agreement does not require the consent of the partner county to the inclusion of such property in the Park; and

WHEREAS, Greenwood County intends to include or has included certain property of Carolina Pride Foods, Inc. (the "Company") described on Exhibit A attached hereto (the "Property") in the Park, subject to the terms and conditions set forth in the Agreement; and

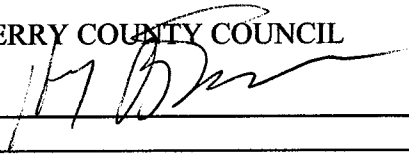
WHEREAS, the Company has requested that the County consent to the inclusion of the Property in the Park.

NOW THEREFORE, be it resolved by the Newberry County Council (the "County Council") as follows:

1. The County Council hereby consents to the inclusion of the Property in the Park in accordance with the terms and conditions set forth in the Agreement.
2. The Chairman of the County Council is authorized to execute and deliver this Resolution on behalf of the County.
3. If any part of this Resolution is held by a court of competent jurisdiction to be unconstitutional or invalid, such holding shall not affect the constitutionality or validity of the remaining parties of this Resolution, the County Council hereby declaring that it would have adopted this Resolution and each and every part hereof irrespective of the fact that any other part is otherwise unenforceable.

4. This Resolution is effective immediately on adoption by the County Council this 3rd day of December, 2008.

NEWBERRY COUNTY COUNCIL

By: 
Its: _____

Attest:

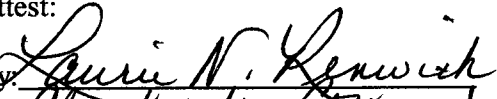
By: 
Its: Clerk to Council

EXHIBIT A

LEGAL DESCRIPTION

All that certain piece, parcel or tract of land, lying and being in the City and County of Greenwood, State of South Carolina, containing approximately Twenty and 94/100 (20.94) Acres and identified by Greenwood County Tax Map Parcel No. 6855-415-944, fronting on Packer Avenue, and being known as the Greenwood Packing Plant site with buildings and improvements thereon, which property is bounded as follows: on the north and east by other lands of Mortgagor; on the south by Taggart Avenue, lands now or formerly of D.C. Jones Enterprises, L.L.C., lands now or formerly of Lura Ann Lenton, Corley Street, and lands now or formerly of Obie Talbert, and on the west by other lands of Mortgagor and Packer Avenue.

This being a portion of the same property conveyed to Greenwood Abattoir by deed of W.A. Barnette and W.P. Corley dated March 10, 1920 and recorded in the Office of the Clerk of Court for Greenwood County in Deed Book 36, at Page 24.