

STATE OF SOUTH CAROLINA

COUNTY OF LANCASTER

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ORDINANCE NO. 2016-1413

AN ORDINANCE

TO RATIFY AND APPROVE THE TRANSFER OF CERTAIN PROPERTY AND RELATED INTEREST IN A FEE AGREEMENT BY HAILE GOLD MINE INC. TO OCEANAGOLD EXPLORATION (CAROLINA) INC.; TO AUTHORIZE AND APPROVE A FOURTH AMENDMENT TO THE FEE AGREEMENT BETWEEN LANCASTER COUNTY AND HAILE GOLD MINE INC.; TO PROVIDE FOR THE FORM OF THE FOURTH AMENDMENT; TO AUTHORIZE CERTAIN OFFICIALS TO EXECUTE AND DELIVER THE FOURTH AMENDMENT; AND TO PROVIDE FOR OTHER MATTERS RELATED THERETO.

Be it ordained by the Council of Lancaster County, South Carolina:

**Section 1.** Findings and determinations.

(A) Council finds and determines that:

(1) pursuant to Title 12, Chapter 44 of the Code of Laws of South Carolina 1976, as amended (the "Act"), Lancaster County, South Carolina (the "County"), acting by and through its Council (the "Council"), and Haile Gold Mine Inc., a corporation organized and existing under the laws of the State of Delaware (the "Company") entered into a Fee Agreement dated as of December 1, 2008 (the "Original Fee Agreement"), as amended by that certain Amendment to Fee in Lieu of Tax Agreement dated as of December 7, 2009 (the "First Amendment"), that certain Second Amendment to Fee in Lieu of Tax Agreement dated as of November 30, 2010 (the "Second Amendment"), and that certain Third Amendment to Fee Agreement dated as of December 9, 2013 (the "Third Amendment") (the Original Fee Agreement, as amended by the First Amendment, the Second Amendment, and the Third Amendment, referred to herein as the "Fee Agreement"), pursuant to which, among other things, the Company agreed to make, and the County agreed to accept, negotiated fee in lieu of tax ("FILOT") payments with respect to certain eligible property (the "Project") then or thereafter located within the County on certain land described in Exhibit A to the Fee Agreement (the "Project Site"); and

(2) Company has informed County that pursuant to that certain Title to Real Estate Limited Warranty Deed dated March 30, 2015, and recorded April 2, 2015 in the Office of the Register of Deeds for the County (the "County ROD") in Book 861 at Page 304, effective as of March 30, 2015 (the "Effective Transfer Date"), the Company granted to Romarco Minerals SC Inc., a corporation then

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organized and existing under the laws of the State of Delaware, all of the Company's right, title, and interest in and to nine (9) parcels of the Project Site comprising a portion of the Project, which parcels are identified in Exhibit A, attached to this ordinance and incorporated herein as if the exhibit were set out in this ordinance in its entirety, together with any real and/or personal property comprising a portion of the Project located thereon (collectively, the nine (9) parcels and the real and/or personal property are referred to as the "Transferred FILOT Property"); and

(3) Company has informed County that pursuant to that certain Certificate of Amendment of Certificate of Incorporation filed April 28, 2015 in the Office of the Delaware Secretary of State, and as evidenced by that certain Affidavit (Change of Corporate Name) dated April 30, 2015 and recorded May 6, 2015 in the County ROD in Book 873 at page 294, Romarco Minerals SC Inc. changed its name to Romarco Exploration Inc.; and

(4) Company has informed County that pursuant to that certain Certificate of Amendment of Certificate of Incorporation filed October 9, 2015 in the Office of the Delaware Secretary of State, and as evidenced by that certain Affidavit (Change of Corporate Name) dated October 9, 2015 and recorded October 16, 2015 in the County ROD in Book 920 at page 181, Romarco Exploration Inc. changed its name to OceanaGold Exploration (Carolina) Inc., now a corporation organized and existing under the laws of the State of Delaware ("OceanaGold"); and

(5) Company has informed County that Company desires to assign, transfer, convey, and set over to OceanaGold, all of the Company's right, title, and interest in, to, and under the Fee Agreement with respect to the Transferred FILOT Property, and OceanaGold has informed County that it desires to assume all of the Company's duties, obligations, and liabilities under the Fee Agreement with respect to the Transferred FILOT Property, all effective as of the Effective Transfer Date (collectively, the conveyance of the Transferred FILOT Property and the transfer of the related interest in the Fee Agreement are referred to as the "Transfers"); and

(6) Company has informed County that it has acquired additional property located in Lancaster County to be used in connection with the Project (the "Additional Property"); and

(7) pursuant to the First Amendment, the County and the Company agreed to include additional property to be covered by the Original Fee Agreement, including, but not limited to, certain property identified in Schedule I of the First Amendment as the Blackwell Tract 1; and

(8) pursuant to the Second Amendment, the County and the Company agreed to include additional property to be covered by the Original Fee Agreement, as amended by the First Amendment, including, but not limited to, certain properties identified in Schedule I of the Second Amendment as the Mahaffey Tract, Wright Tract, McClimen Tract, Craft Tract, and Clyburn Tract; and

(9) pursuant to the Third Amendment, the County and the Company ratified, by passage of Resolution No. 772, the prior inclusion within the Original Fee Agreement, as amended by the First Amendment and the Second Amendment, of certain property then identified in Schedule 1 of the Third Amendment as the 0135-11-004.01 Town of Kershaw tract; and

(10) Company and OceanaGold have requested the County, by way of a Fourth Amendment to Fee Agreement, attached to this ordinance as Exhibit B and incorporated herein as if the exhibit were set out in this ordinance in its entirety (the "Fourth Amendment"), to (i) include the Additional Property in the Fee Agreement, (ii) correct a scrivener's error in the legal description in the Clyburn Tract, and (iii) correct scrivener's errors in the tax map number identifiers of the Blackwell Tract 1, Mahaffey Tract,

Wright Tract, McClimen Tract, Craft Tract, Clyburn Tract, and the land heretofore identified as the 0135-11-004.01 Town of Kershaw tract.

(B) It is the purpose of this ordinance, in reliance on the information submitted by the Company and OceanaGold, to provide for the County's approval and ratification of the Transfers and the County's authorization and approval of the Fourth Amendment.

**Section 2. Approval of Transfers.**

Pursuant to Section 12-44-120(D) of the Act, and by passage of this ordinance, the County is ratifying and approving the Transfers as of the Transfer Effective Date.

**Section 3. Approval of Fourth Amendment to Fee Agreement.**

Council authorizes and approves the Fourth Amendment to Fee Agreement.

**Section 4. Form of Fourth Amendment to Fee Agreement.**

The form of the Fourth Amendment to Fee Agreement is to be in substantially the form of the document attached to this ordinance and with such changes therein as shall not be materially adverse to the County and as shall be approved by the officials of the County executing the same, upon the advice of counsel to the County, such officer's execution thereof to constitute conclusive evidence of their approval of any and all changes or revisions therein from the form of the document attached to this ordinance.

**Section 5. Officials Authorized to Act.**

The Council Chair and Council Secretary are authorized, empowered and directed, in the name of and on behalf of Lancaster County, to execute, acknowledge, and deliver the Fourth Amendment to Fee Agreement. The authority of the Council Chair and Council Secretary includes the authority to execute other documents and to do all things necessary to effectuate the purpose of the Fourth Amendment to Fee Agreement. The Clerk to Council is authorized to attest the execution of the Fourth Amendment to Fee Agreement and any other documents executed to effectuate its purpose.

**Section 6. Severability.**

The provisions of this ordinance are declared to be separable, and if any section, phrase, or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, then the declaration shall not affect the validity of the remainder of the sections, phrases, and provisions of this ordinance.

**Section 7. Conflicting Provisions.**

To the extent this ordinance contains provisions that conflict with provisions contained elsewhere in the Lancaster County Code or in any orders, resolutions, ordinances, and parts thereof, the provisions contained in this ordinance supersede all other provisions and this ordinance is controlling.

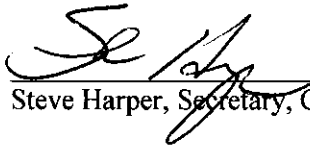
**Section 8. Effective Date.**

This ordinance is effective upon third reading.

And it is so ordained, this 26th day of September, 2016.

**LANCASTER COUNTY, SOUTH CAROLINA**

  
\_\_\_\_\_  
Bob Bundy, Chair, County Council

  
\_\_\_\_\_  
Steve Harper, Secretary, County Council

ATTEST:

  
\_\_\_\_\_  
Debbie C. Hardin, Clerk to Council

First Reading:	August 22, 2016
Second Reading:	September 12, 2016
Public Hearing:	September 26, 2016
Third Reading:	September 26, 2016

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**Exhibit A to Ordinance No. 2016-1413**

**TRANSFERRED PARCELS  
HAILE GOLD MINE INC. TO OCEANAGOLD EXPLORATION (CAROLINA) INC.**

Nine (9) parcels conveyed by Haile Gold Mine Inc. to OceanaGold Exploration (Carolina) Inc. (f/k/a Romarco Minerals SC Inc. and Romarco Exploration Inc.):

**Blackwell Tract 2:**

ALL that certain piece, parcel or lot of land, containing 39.07 acres, being and situate about (2) miles Northeast of the Town of Kershaw, in Flat Creek Township, Lancaster County, South Carolina, and being more particularly shown and described on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated August 12, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on August 25, 2009, in Plat Book 2009, at Page 398. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0141-00-013.00

**Stroud (Charles) Tract:**

ALL that certain piece, parcel or tract of land, containing 0.75 acres, located in Flat Creek Township, approximately 7.5 miles northeast of Kershaw, SC, in Lancaster County, South Carolina, and being more particularly shown and described on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated September 22, 2010, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on September 29, 2010, in Plat Book 2010, at Page 430. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0118-00-060.00

**Furr Tract:**

ALL that certain piece, parcel or lot of land, containing 57.06 acres in Flat Creek Township, Lancaster County, South Carolina, approximately 1.5 miles north of Kershaw, and being more particularly shown and described on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated September 28, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on October 2, 2009, in Plat Book 2009, at Page 466. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0141-00-014.00

**Mahaffey Tract:**

ALL that certain piece, parcel or lot of land, situate, lying and being in Flat Creek Township, Lancaster County, South Carolina, and designated as Lot Number 5, in Block A as shown on a Plat of survey made by Fred J. Hager, Surveyor, dated June 13<sup>th</sup>, 1968; and being more particularly shown and described as 0.17 acre on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated September 28, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on October 29, 2009, in Plat Book 2009, at Page 505. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0141H-0A-024.00

**Hegler Tract:**

ALL that certain piece, parcel or lot of land, containing forty-seven (47) acres in Flat Creek Township, Lancaster County, South Carolina, being shown as Tract 19 on a Plat by Clark and Mobley, dated November 10, 1926, recorded in Plat Book 2, at Page 18, in the Office of the Register of Deeds for Lancaster County, SC; and being more particularly shown and described as 46.64 acres on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated October 22, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on December 17, 2009, in Plat Book 2009, at Page 591. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0141-00-012.00

**Salmon Tract:**

ALL that certain piece, parcel or lot of land, located on the eastern boundary of Fork Hill Highway; approximately one and one half (1.5) miles north of Kershaw, being shown, described and designated as Tract No. 1, containing 2.74 acres, and Tract No. 2 containing 44.44 acres in Flat Creek Township, Lancaster County, South Carolina, being further shown on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated February 19, 2010, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on May 7, 2010, in Plat Book 2010, at Page 200. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0141-00-011.00

**Gardner Fee Tracts:**

ALL that certain piece, parcel or lot of land, containing 15.28 acres, and located approximately 10 miles NE of Kershaw, SC, in Lancaster County, South Carolina, and being more particularly shown and described on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated December 30, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on December 30, 2009, in Plat Book 2009, at Page 638. Reference to said plat is made for a more complete and accurate description.

ALSO: ALL that certain piece, parcel or lot of land, containing 11.11 acres, and located approximately 10 miles NE of Kershaw, SC, in Lancaster County, South Carolina, and being more particularly shown and described on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated December 30, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on December 30, 2009, in Plat Book 2009, at Page 639. Reference to said plat is made for a more complete and accurate description.

TMS Nos.: 0116-00-008.01 and 0116-00-013.00

**Wright Tract:**

ALL those certain pieces, parcels or tracts of land, located approximately 10 miles northeast of Kershaw, SC, in Lancaster County, South Carolina, being shown and described and designated as Tract No. 1 containing 14.79 acres and Tract 2 containing 23.41 acres on plat of survey entitled "Boundary Survey for Henry D. Anderson, Jr.", dated August 15, 1998, made by Eddie R. Johnson, P.L.S. and recorded as Plat No. 2004-8 in the Office of the Register of Deeds for Lancaster County, South Carolina; and also being

described as Tract No.1, containing 13.54 acres and Tract 2, containing 21.81 acres on a Survey prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated February 22, 2010, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina on February 25, 2010, in Plat Book 2010, at Page 71. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0116-00-009.00

**Hinson Tract 1:**

ALL that certain piece, parcel or tract of land, with improvement thereon, lying, being and situate near Midway Community, Lancaster County, South Carolina, containing 26.5 acres, and being more particularly shown by the Plat of Paul Clark, R.L.S., dated April, 1975, and recorded as Plat Number 3338 on January 20, 1978, in the Office of the Clerk of Court for Lancaster County; and also being shown as Tract 2, containing 22.17 acres as shown on a Survey prepared for Haile Gold Mine Inc. by Holland Surveyors, LLC, dated December 28, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2009, at Page 637. Reference to said plat is made for a more complete and accurate description.

LESS AND EXCEPT: All that certain piece, parcel or tract of land, with improvements thereon, containing five (5.0) acres, more or less, lying, being and situate near Midway Community, Lancaster County, South Carolina, and being more particularly shown on a Plat prepared for Margaret P. and James R. Hinson, Jr., by Kenneth A. Johnson, R.L.S., dated December 30, 1998, and recorded in the Office of the Clerk of Court for Lancaster County in Plat Book 9900, Page 0.002; and being further shown and delineated as Tract 2A on a plat prepared for Haile Gold Mine, Inc., by Holland Surveyors, LLC, dated December 28, 2009, and recorded in the Office of the Clerk of Court for Lancaster County in Plat Book 2009, at Page 637. Reference to said plat is made for a more complete and accurate description.

ALSO: All that certain piece, parcel or tract of land, with improvements thereon, lying, being and situate near Midway Community, Lancaster County, State of South Carolina, shown as Tract 2, containing 78.80 acres, and being more particularly shown on the Plat of Paul Clark, R.L.S., dated April, 1975, and recorded as Plat Number #3338 on January 20, 1978, in the Office of the Clerk of Court for Lancaster County; and also described as Tract 1, containing 79.96 acres on a Survey prepared for Haile Gold Mine Inc. by Holland Surveyors, LLC, dated December 28, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2009, at page 637. Reference to said plat is made for a more complete and accurate description

ALSO: All that certain piece, parcel or tract of land, designated as Tract 1A, containing 4.06 acres, located in Lancaster County, South Carolina, and being more particularly shown and described on a Survey prepared for Haile Gold Mine Inc., by Holland Surveyors, LLC, dated December 28, 2009, and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2009, at Page 637. Reference to said plat is made for a more complete and accurate description.

TMS Nos.: 0118-00-062.00 and 0118-00-062.01

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**Exhibit B to Ordinance No. 2016-1413**

**FOURTH AMENDMENT TO FEE AGREEMENT  
SEE ATTACHED**

## FOURTH AMENDMENT TO FEE AGREEMENT

This **FOURTH AMENDMENT TO FEE AGREEMENT** (the "Fourth Amendment") is dated as of **September 26, 2016**, by and among **LANCASTER COUNTY, SOUTH CAROLINA**, a body politic and corporate, a political subdivision of the State of South Carolina (the "County"), **HAILE GOLD MINE INC.**, a corporation organized and existing under the laws of Delaware and authorized to do business in the State of South Carolina (the "Company"), and **OCEANAGOLD EXPLORATION (CAROLINA) INC.**, a corporation organized and existing under the laws of Delaware and authorized to do business in the State of South Carolina ("OceanaGold").

### RECITALS

WHEREAS, pursuant to Title 12, Chapter 44 of the Code of Laws of South Carolina 1976, as amended (the "Act"), the County and the Company entered into a Fee Agreement dated as of December 1, 2008 (the "Original Fee Agreement"), as amended by that certain Amendment to Fee in Lieu of Tax Agreement dated as of December 7, 2009 (the "First Amendment"), that certain Second Amendment to Fee in Lieu of Tax Agreement dated as of November 30, 2010 (the "Second Amendment"), and that certain Third Amendment to Fee Agreement dated as of December 9, 2013 (the "Third Amendment") (the Original Fee Agreement, as amended by the First Amendment, the Second Amendment, and the Third Amendment referred to herein as the "Fee Agreement"), for the purpose of, among other things, providing a fee in lieu of tax incentive to the Company in connection with the "Project," as defined in the Fee Agreement; and

WHEREAS, the Company has acquired additional property to be used in connection with the Project (the "Additional Property"); and

WHEREAS, pursuant to the First Amendment, the County and the Company agreed to include additional property to be covered by the Original Fee Agreement, including, but not limited to, certain property identified in Schedule I of the First Amendment as the Blackwell Tract 1; and

WHEREAS, pursuant to the Second Amendment, the County and the Company agreed to include additional property to be covered by the Original Fee Agreement, as amended by the First Amendment, including, but not limited to, certain properties identified in Schedule I of the Second Amendment as the Mahaffey Tract, Wright Tract, McClimen Tract, Craft Tract, and Clyburn Tract; and

WHEREAS, pursuant to the Third Amendment, the County and the Company ratified the prior inclusion within the Original Fee Agreement, as amended by the First Amendment and the Second Amendment, by Resolution No. 772 adopted December 12, 2011, of certain property then identified in Schedule 1 of the Third Amendment as the 0135-11-004.01 Town of Kershaw tract; and

WHEREAS, pursuant to Ordinance No. 2016-1413, and at the request of Company and OceanaGold, the County approved this Fourth Amendment for the purpose of (i) including the Additional Property under the Fee Agreement, (ii) correcting a scrivener's error in the legal description in the Clyburn Tract, and (iii) correcting scrivener's errors in the tax map number

identifiers of the Blackwell Tract 1, Mahaffey Tract, Wright Tract, McClimen Tract, Craft Tract, Clyburn Tract, and the land heretofore identified as the 0135-11-004.01 Town of Kershaw tract; and

WHEREAS, the County, the Company, and OceanaGold now desire to enter into this Fourth Amendment for the purposes stated above.

#### FOURTH AMENDMENT

NOW, THEREFORE, in consideration of the above and other lawful consideration duly paid and received, the parties agree that the Fee Agreement is amended as follows:

1. The above recitals are incorporated into this Fourth Amendment as if the recitals were set out in this Fourth Amendment in their entirety.
2. Exhibit A to the Fee Agreement is amended so as to include the Additional Property listed in Schedule 1 attached to this Fourth Amendment.
3. Exhibit A to the Fee Agreement is amended so as to correct scrivener's errors in the legal description of the Clyburn Tract ("recorded in the Office of the Register of Deeds for Richland County" should be "recorded in the Office of the Register of Deeds for Lancaster County"), and the legal description is published correctly in Schedule 2 attached to this Fourth Amendment.
4. Exhibit A to the Fee Agreement is amended so as to correct scrivener's errors in the tax map number identifiers of the Blackwell Tract 1 (TMS Nos. 0118-00-019.01; 0117-00-002.00 and 0117-00-001.00 should be TMS No. 0117-00-001.00), of the Mahaffey Tract (TMS No. 141H-A-24.00 should be TMS No. 0141H-0A-024.00), of the McClimen Tract (TMS No. 0136-00-036.00-13 should be TMS No. 0136-00-036.00), of the Craft Tract (TMS No. 140-28.01 should be TMS No. 0140-00-028.01) of the Clyburn Tract (TMS No. 0119-00-062 should be TMS No. 0119-00-062.00), of the Wright Tract (TMS No. 0116-00-009 should be TMS No. 0116-00-009.00), and of the land identified as 0135-11-004.01 Town of Kershaw (TMS No. 0135-11-004.01 should be TMS No. 0135-00-004.03), and the tax map number identifiers are published correctly in Schedule 2 attached to this Fourth Amendment.
5. (A) Company represents and warrants, as the basis for the undertakings on its part contained in this Fourth Amendment, that it (i) is a corporation organized and existing and in good standing under the laws of Delaware, (ii) is authorized to do business in South Carolina, (iii) has all requisite power to enter into this Fourth Amendment, and (iv) by proper action has been duly authorized to execute and deliver this Fourth Amendment.  
  
(B) OceanaGold represents and warrants, as the basis for the undertakings on its part contained in this Fourth Amendment, that it (i) is a corporation organized and existing and in good standing under the laws of Delaware, (ii) is authorized to do business in South Carolina, (iii) has all requisite power to enter into this Fourth Amendment, and (iv) by proper action has been duly authorized to execute and deliver this Fourth Amendment.  
  
(C) County represents and warrants, as the basis for the undertakings on its part contained in this Fourth Amendment, that it (i) is a body politic and corporate and a political

subdivision of the State, (ii) is authorized by the Act to enter into this Fourth Amendment, (iii) has approved this Fourth Amendment in accordance with the procedural requirements of the Act and any other applicable state law, and (iv) has authorized its officials to execute and deliver this Fourth Amendment.

6. Except as specifically provided in this Fourth Amendment, the Fee Agreement shall remain unchanged and in full force and effect.

[SIGNATURE PAGES TO FOLLOW]

IN WITNESS WHEREOF, LANCASTER COUNTY, SOUTH CAROLINA, HAILE GOLD MINE INC., and OCEANAGOLD EXPLORATION (CAROLINA) INC. each pursuant to due authority, have duly executed this Fourth Amendment, all as of the date first above written.

**LANCASTER COUNTY, SOUTH CAROLINA**

\_\_\_\_\_  
Bob Bundy, Chair, County Council

\_\_\_\_\_  
Steve Harper, Secretary, County Council

ATTEST:

\_\_\_\_\_  
Debbie C. Hardin, Clerk to County Council

**HAILE GOLD MINE INC.**

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

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

Title: \_\_\_\_\_

**OCEANAGOLD EXPLORATION  
(CAROLINA) INC.**

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

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

Title: \_\_\_\_\_

## FOURTH AMENDMENT TO FEE AGREEMENT

### SCHEDULE 1

The following list of legal descriptions and tax map numbers for the Additional Property is made for the purpose of including the tracts in the Fee Agreement:

#### **Ronnie Roberts Tract (Home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as 4.34 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated October 4, 2010 and recorded October 15, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 449. Reference to said plat is made for a more complete and accurate description.

TOGETHER WITH that that certain piece, parcel or tract of land located in Lancaster County, South Carolina, Flat Creek Township and being more particularly described as following: Beginning at a point on the southern side of Road S-29-188, 600 feet west of intersection of said Road S-29-188 and another State Highway, running thence from the beginning point westerly with the edge of said road S-29-188, 90 feet to the intersection of said Road S-29-188 and a dirt road; thence with edge of said dirt road in a southerly direction 90 feet to a point; continuing thence 90 feet to a point, thence 90 feet to the point of Beginning; and being a plot or lot of land 90 feet x 90 feet out of a tract of 10.2 acres conveyed by George A. Robert to Clyde Woodrow Roberts by deed dated January 24, 1950, recorded in said Office in Book G-4, at page 500. Property now or formerly belonging to Fred E. Culman is situate at a slight angle across said Road S-29-188 from the 90 foot x 90 foot lot of land described herein.

TMS Nos.: 0140-00-010.00 and 0140-00-011.01

#### **Former Mobile Homes Tract:**

All those certain pieces, parcels or tracts of land, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lots 1, 2, 3, 7, 10, 11 and 12 of Ray Acres Subdivision as shown on plat entitled "Survey of Ray Acres Subdivision" by Earl W. Horton, dated February 5, 2007 and recorded in Book 2007, page 184 and having such metes, bounds, courses and distances as shown on said plat;

ALSO:

All those certain pieces, parcels or tracts of land situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lots C, F, G, H, I, J, K, L and M of Snowy Owl Subdivision, as shown on plat recorded in Book 2004, page 480 and having such metes, bounds, courses and distances as shown on said plat.

TOGETHER WITH the easements as shown on plat recorded in Book 2004, page 480.

Portion of TMS No.: 0136-00-036.00

AND:

All that certain piece, parcel or tract of land, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lot H, containing 1.50 acres of Snowy Owl Subdivision, as shown on plat recorded in Book 2004, page 480 and having such metes, bounds, courses and distances as shown on said plat.

Portion of TMS No.: 0136-00-036.00

AND:

All that certain piece parcel or lot with improvements thereon, if any, lying being and situate in Lancaster County, South Carolina, being more particularly described as Lot G, containing 1.50 acres more or less as shown on plat drawn by Jeff N. Hilliard, PLS dated March 11, 2004 and recorded September 8, 2004 as Plat No. 2004480 in the Office of the Register of Deeds for Lancaster County, South Carolina. Reference to said plat is craved for a more minute description.

Portion of TMS No.: 0136-00-036.00

AND:

All that certain piece, parcel or tract of land, together with the improvements thereon, situate, lying and being in Flat Creek Township, County of Lancaster, State of South Carolina, being shown and designated as Lot 6, containing 1.05 acres, more or less as shown on plat of survey made by Earl W. Horton, dated February 5, 2007 and recorded as Plat No. 2007-184 in the Office of the Register of Deeds for Lancaster County and having such metes, bounds, courses and distances as shown on said plat.

Portion of TMS No.: 0136-00-036.00

AND:

All those certain pieces, parcels or tracts of land, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lot 4 of Ray Acres Subdivision as shown on plat entitled "Survey of Ray Acres Subdivision" by Earl W. Horton, dated February 5, 2007 and recorded in Book 2007, page 184 and having such metes, bounds, courses and distances as shown on said plat;

ALSO:

All those certain pieces, parcels or tracts of land, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lots E, N, O and P of Snowy Owl Subdivision, as shown on plat recorded in Book 2004, page 480 and having such metes, bounds, courses and distances as shown on said plat.

TOGETHER WITH the easements as shown on plat recorded in Book 2004, page 480.

Portion of TMS No.: 0136-00-036.00

AND:

All those certain piece, parcel or tract of land, together with the improvements thereon, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lot 8 of Ray Acres Subdivision as shown on plat entitled "Survey of Ray Acres Subdivision" by Earl W. Horton, dated February 5, 2007 and recorded in Book 2007, page 184 and having such metes, bounds, courses and distances as shown on said plat;

Portion of TMS No.: 0136-00-036.00

AND:

All those certain pieces, parcels or tracts of land, together with the improvements thereon, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Tracts A and B of Snowy Owl Subdivision, as shown on plat recorded September 8, 2004, in Book 2004, page 480 and having such metes, bounds, courses and distances as shown on said plat.

Portion of TMS No.: 0136-00-036.00

AND:

All that certain piece, parcel or tract of land, together with the improvements thereon, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lot 9 of Ray Acres Subdivision as shown on plat entitled "Survey of Ray Acres Subdivision" by Earl W. Horton, dated February 5, 2007 and recorded in Book 2007, page 184 and having such metes, bounds, courses and distances as shown on said plat;

AND: All that certain piece, parcel or tract of land, together with the improvements thereon, situate, lying and being in the County of Lancaster, State of South Carolina, being shown and designated as Lot D of Snowy Owl Subdivision, as shown on plat recorded in Book 2004, page 480 and having such metes, bounds, courses and distances as shown on said plat.

TOGETHER WITH the easements as shown on plat recorded in Book 2004, page 480.

Portion of TMS No.: 0136-00-036.00

LESS AND EXCEPT: All that certain piece, parcel or lot of land together with all improvements located thereon lying being and situate in the County of Lancaster, State of South Carolina, being shown, described and designated as Lot No. 5 containing 1.05 acres more or less on a plat of survey entitled, "Survey of Ray Acres Subdivision" drawn by Earl W. Horton, PLS, dated February 5, 2007 and recorded March 9, 2007 in Plat Book 2007, at page 184 in the Office of the Register of Deeds for Lancaster County, South Carolina; and being further shown and delineated on a plat entitled Property Survey prepared for Haile Gold Mine, Inc., by Holland Surveyors, LLC, dated June 11, 2010 and recorded in the Office of the Register of Deeds for Lancaster

County, South Carolina in Plat Book 2010, at page 259 and having such, metes, bounds, courses and distances as shown on said plat.

Being the same property conveyed to Marie McClimen by deed of Tony G. Ray, dated March 12, 2009 and recorded March 16, 2009 in the Office of the Register of Deeds for Lancaster County in Record Book 508, page 167.

This conveyance includes a 1982 TRIN Doublewide Mobile Home, Serial Number: THINCSTA248243DL2U.

Portion of TMS No.: 0136-00-036.00

**Kevin Bartell Tract (with Home):**

ALL that certain piece, parcel or lot of land, containing 0.86 acres, with improvements thereon, situate, lying and being about five (5) miles Northeast of the Town of Kershaw, in Lancaster County, SC, and more particularly being bounded and described as follows: On the NORTH by Snowy Owl Road; On the EAST by property of J. W. and Betty F. Bartell; and, On the SOUTHWEST by property of J. W. and Betty F. Bartell. The above described property is more particularly shown and described on a plat prepared for Kevin Dwayne Bartell and Wendy H. Bartell by Kenneth A. Johnson, RLS, dated December 5, 1995, and recorded as Plat #16176, in the Office of the Clerk of Court for Lancaster County. Reference to said plat is made for a more accurate description.

AND all that certain piece, parcel or lot of land, containing 0.46 acres, with improvements thereon, if any, situate, lying and being about five (5) miles Northeast of the Town of Kershaw, in Flat Creek Township, Lancaster County, South Carolina, being in the shape of a triangle, and with frontage on Snowy Owl Road, and more particularly being bounded and described as follows: On the Southwest by other property of Jacob Wayne Bartell and Betty Bartell; on the Southeast by other property of Jacob Wayne Bartell and Betty Bartell; and on the Northeast by other property of Kevin D. and Wendy H. Bartell. The above described property is more particularly shown and described as Lot B on a plat prepared for Kevin Dwayne and Wendy H. Bartell by Kenneth A. Johnson, R.L.S., dated May 9, 1996 and recorded February 1, 2002 as Plat Number 2002-43 in the Office of the Clerk of Court for Lancaster County, South Carolina. Reference to said Plat is made for a more accurate description.

TMS No.: 0136-00-015.01

**James Gordon Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as 22.16 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated October 4, 2010 and recorded October 14, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 443. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-036.05

**Jerry Poston Tract (with home):**

ALL that certain piece, parcel, or lot of land, together with improvements thereon, if any, containing 1.00 acre, lying, being and situated about four miles NORTHEAST of the Town of Kershaw, Lancaster County, South Carolina, and more particularly being bounded and described as follows: On the SOUTH by a county dirt road leading to U.S. Highway #601; on the NORTH and EAST by other property of Blackwell; and, On the WEST by property of Clyburn. The above described property is more particularly shown and described on a Plat prepared for Ward and Azilee Poston by Kenneth A. Johnson, RLS, dated June 21, 1990 and recorded as Plat #10961, in the Office of the Clerk of Court for Lancaster County, South Carolina. Reference to said Plat is made for a more accurate description.

TMS No.: 0136-00-033.04

**Wayne Bartell Tract (with home):**

ALL that certain piece, parcel or tract of land, situate, lying and being in Lancaster County, South Carolina, containing two acres, more or less, the same being cut off of a larger tract of 70 acres and being triangular in shape and bounded as follows, to wit: on the North by public Road; on the South by Bartell; on the East by Minor Catoe; and on the West coming to a point.

TMS No.: 0136-00-015.00

**Lowell Fisher Tract (with home):**

ALL that certain piece, parcel or tract of land consisting of 6.00 acres, lying, being and being situate almost four miles northeast of the Town of Kershaw, Flat Creek Township, Lancaster County, South Carolina and being more particularly bounded and described as follows, to wit: Northeast by Highway S-29-219; Southeast by property of Ronny E. Hinson; Southwest by property of Champion International; and Northwest by Tract NO. 2 as shown on said plat. The described property is shown as Tract NO. 3 on Plat of Yancy McManus Estate, dated June 18, 1982, prepared by Kenneth A. Johnson, RLS, and recorded June 23, 1987 in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #5602. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-031.04

**Jerry Scott Tract (with home):**

ALL that certain piece, parcel or tract of land, together with the improvements thereon, consisting of 0.36 acres, more or less, situate, lying and being about five (5) miles Northeast of the Town of Kershaw, Lancaster County, South Carolina, and more particularly shown as Tract NO. 1 on a Plat of the Scott Estate, prepared by Kenneth A. Johnson, RLS, dated June 16, 1992 and recorded as Plat Number 13202 in the Office of the Clerk of Court for Lancaster County, South Carolina. Reference to said plat is made for a more accurate description.

TMS No.: 0136-00-014.00

**Mark Sullivan / Culvern Tract:**

ALL that certain pieces, parcels or tracts of land located in Lancaster County, South Carolina, containing Parcel 1 - 202.60 acres and Parcel 2 - 57.71 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated October 29, 2010 and recorded November 10, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 510. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-039.00

**Catoe Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as .76 acre on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 21, 2011 and recorded December 5, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 582. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-006.00

**Hudson Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as 3.62 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 5, 2010 and recorded November 17, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 525. Reference to said plat is made for a more complete and accurate description.

TMS Nos.: 0119-00-003.00 and 0119-00-005.00

**Jerry Scott Tract 2:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as 10.26 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated December 13, 2010 and recorded December 21, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 614. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-014.06

**Robin Autry Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, shown and designated as 3.19 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 4, 2010 and recorded November 17, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 527. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0119-00-004.00

**Patricia Faulkenberry Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 10.78 acres and more particularly shown as Tract #2 on a Plat of the Scott Estate prepared by Kenneth A. Johnson, RLS, dated June 16, 1992 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #13202. Reference to said plat is made for a more complete and accurate description.

AND all that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 2.00 acres, and being described and bounded as follows: Fronting East on Old Savannah Road, now a tarred and gravel road, a distance of 210 feet, and running back West of uniform width, for a distance of 420 feet; bounded on the North, South and West by other lands of Ernest Scott; and East by Old Savannah Road (which is not a tarred and gravel road).

TMS Nos.: 0136-00-012.00 and 0136-00-014.07

**Branham Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 2.41 acres on a plat entitled "Property of Terri P. Branham" and prepared by Kenneth A. Johnson, RLS dated January 3, 1983 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #5825. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-014.04

**Jimmy Montgomery Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 15.64 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 15, 2010 and recorded November 23, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 548. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-009.01

**Phillip Robinson Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 2.02 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 20, 2011 and recorded December 5, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 583. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-005.00

**Harold Scott Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 15.03 acres and more particularly shown as Parcel 5 on a plat of the Scott Estate prepared by Kenneth A. Johnson, RLS, dated June 16, 1992 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #13202. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-014.01

**Stacy Scott Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 4.43 acres and more particularly shown as Parcel 4-A on a plat of the Scott Estate prepared by Kenneth A. Johnson, RLS, dated June 16, 1992 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #13202. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-014.02

**Wayne Bartell Tract 1:**

ALL that certain pieces, parcels or tracts of land located in Lancaster County, South Carolina, containing Tract 1 – 4.18 acres and Tract 2 - 5.03 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 17, 2010 and recorded November 23, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 550. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-031.00

**Wayne Bartell Tract 2:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 53.70 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 17, 2010 and recorded November 23, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 551. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-032.00

**Monnie Roberts Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing .93 acre on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 19, 2011 and recorded December 5, 2011 in the Office of the Register of

Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 581. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-033.05

**Susan Rollings Tract (with home):**

ALL those certain pieces, parcels or tracts of land, containing 10.90 acres and 2.00 acres, situate, lying and being about five (5) miles Northeast of the Town of Kershaw, Lancaster County, South Carolina, and more particularly being shown as Parcels 3-A and 3-B on a plat of the Scott Estate, prepared by Kenneth A. Johnson, RLS, dated June 16, 1992 and recorded as Plat #13202 in the Office of the Clerk of Court for Lancaster County. Reference to said plat is made for a more accurate description.

TMS Nos.: 0136-00-014.03 and 0136-00-014.05

**Patricia Lugo Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 5.0 acres according to Plat of Property of Rebecca Y. Craig, prepared by J.C. Crumpler dated June 11, 1998 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #98-0558. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-035.01

**Russell Hypes Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 22.99 acres being more particularly shown and described on plat of survey entitled "Plat of Survey for Thomas Van Popering, LLC" prepared by Jack Smith Surveying dated September 26, 2005 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #2005-524. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-010.00

**Bobby Stroud Tract (with home):**

ALL those certain pieces, parcels or tracts of land, together with the improvements thereon, if any, situate, lying and being in Flat Creek Township, in the County of Lancaster, State of South Carolina, being shown and designated as Tract 1 (containing 23.31 acres), Tract 2 (containing 1.64 acres) and Tract 3 (containing 22.24 acres) on a plat of survey entitled "Property Survey" prepared for Haile Gold Mine by Holland Surveyors, LLC, dated January 27, 2010 and recorded in the Office of the Register of Deeds for Lancaster County in Plat Book 2010 at page 526 and having such metes, bounds, courses and distances as shown on said plat.

TMS No.: 0140-00-003.00

**Calvary Presbyterian Church Tract:**

ALL that certain piece, parcel or tract of land containing 132.43 acres, more or less, situate, lying and being about four (4) miles northeast of the Town of Kershaw, in Lancaster County, south Carolina, and more particularly being bounded and described as follows: on the east by U.S. Highway 601; and by property of Emily C. Robinson and Rebecca Y. Craig; on the north and northwest by property of Juanita Faulkner; and on the south by property of the S.C. Department of Corrections. The above described property is more particularly shown and described on a plat prepared for Blackwell Limited, Inc. by Huel C. Bailey, Surveyor, dated March 18, 1999, and recorded as Plat #99-443, Office of the Clerk of Court for Lancaster County, South Carolina. Reference to said plat is made for a more accurate description.

TMS No.: 0135-00-003.00

**Kenneth Cauthen Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 1.65 acres shown on a survey prepared for Kenneth B. Cauthen and Janice C. Cauthen prepared by Kenneth A. Johnson, RLS, dated December 10, 1992 and recorded December 29, 1992 in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #13172. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-003.00

**Warren Knight Tract (with home):**

ALL that certain piece, parcel or tract of land, together with improvements thereon, if any (but excluding any mobile home located thereon), situate, lying and being in Flat Creek Township, in the County of Lancaster, State of South Carolina and being shown and designated as 9.99 acres on a plat entitled "Property Survey" prepared for Haile Gold Mine Inc. by Holland Surveyors, LLC, dated November 15, 2010 and recorded in the Office of the Register of Deeds for Lancaster County in Plat Book 2010, at page 549, and having such metes, bounds, courses and distances as shown on said plat.

TMS No.: 0136-00-009.02

**Ronny Hinson Tract (with home):**

ALL that certain piece, parcel or tract of land, with improvements thereon, lying, being and situate in Flat Creek Township, Lancaster County, South Carolina, approximately five (5) miles Northeast of the Town of Kershaw, containing 2.8 acres, and being triangular in shape, and being bounded as follows, to wit: On the South by Estate lands of Fred E. Culvern; on the East by State Highway No. 29-219 leading to Haile Gold Mine Baptist Church, and on the West by lands of Lula McManus, and being further shown on as 2.79 acres, on a survey prepared for Ronny E. Hinson by Huel C. Bailey Surveying, dated April 7, 1998 and recorded in the Office of the Register of Deeds for Lancaster County as Plat Document #98 0318 and having such metes, bounds, courses and distances as shown on said plat.

TMS No.: 0136-00-029.00

**Michael Williams Tract (with home):**

ALL that certain piece, parcel or tract of land, together with the improvements thereon, situate, lying and being in Flat Creek Township, in the County of Lancaster, State of South Carolina, and being more particularly shown and delineated as 17.51 acres on a plat entitled "Property Survey" prepared for Haile Gold Mine Inc. by Holland Surveyors, LLC, dated December 2, 2010 and recorded in the Office of the Register of Deeds for Lancaster County on December 21, 2010 in Plat Book 2010, at Page 609; and having such metes, bounds, courses and distances as shown on said plat.

TMS No.: 0136-00-033.07

**Ricky Poston Tract (with home):**

ALL that certain piece, parcel or tract of land consisting of 0.97 acre, more or less, and located in Lancaster County, South Carolina and having the following description: Said lot commencing at a point 416 feet south from the property line of Jack Catoe and fronting on Highway 601 for a distance of 155 feet and extending back in uniform width to a depth of 281 feet. Said property being bounded now or formerly as follows: North by property of Frack Blackwell, East by Highway 601, West by property of Frank Blackwell and on the South by property of Frank Blackwell.

TMS No.: 0136-00-035.00

**Kaye Catoe Tract (with home):**

ALL that certain piece, parcel or lot of land containing 3.04 acres, more or less, with improvements thereon, if any situate, lying and being about four (4) miles Northeast of Kershaw, in Lancaster County, State of South Carolina, and more particularly shown on a plat prepared for Kaye S. Catoe by Kenneth A. Johnson, R.L.S., dated November 7, 2003 and recorded November 17, 2003 in the Office of the Register of Deeds for Lancaster County in Book 2003, Page 639. Said property being bounded as follows: SOUTH by Snowy Owl Road; NORTH by property of Michael A. Williams a/k/a Mike Williams and Lisa H. Williams; EAST by property of Michael A. Williams a/k/a/ Mike Williams and Lisa H. Williams; WEST by property now or formerly of Richardson, Clyburn and Crawford; and a portion of the lot on the SOUTHWEST now or formerly of Ward Poston.

TMS No.: 0136-00-033.11

**Willie J Hilton Tract:**

ALL that certain piece, parcel or lot of land, consisting of 0.76 acres, more or less, together with the improvements thereon, if any, lying, being and situate in Flat Creek Township, Lancaster County, South Carolina, as set out and shown on a plat of survey made by Paul Clark, L.S. dated February 19, 1962, and recorded in the Lancaster County Clerk of Court's office in Plat Book 12

at Page 159. For a more particular description reference is craved to said plat. Being bound on the North by Queen H. Hinson; East by W.J. Hilton; South by Melvin Catoe; and West by Highway No. 601.

TMS No.: 0136-00-007.00

**Paulette Hendrix Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 60.66 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated October 4, 2010 and recorded October 14, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 444. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-036.01

**Justine Hilton Tract (with home):**

ALL that certain piece, parcel or tract of land, with improvements thereon, if any, situate, lying and being approximately 4.3 miles northeast of Town of Kershaw in the County of Lancaster, State of South Carolina, containing 12.73 acres, as shown and delineated on a plat prepared by Holland Surveyors, LLC for Haile Gold Mine, Inc., dated March 25, 2011, and recorded March 30, 2011 in the Office of the Register of Deeds for Lancaster County in Plat Book 2011, at page 166; and having the metes and bounds, courses and distances as shown on said Plat. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-009.00

**Danny Blackwell Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing .93 acre shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated February 16, 2011 and recorded February 24, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 100. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-033.00

**Pamela Walters Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 1.41 acres, more or less, being designated as Tracts Numbers 1 and 2 as shown on a plat of survey prepared by Paul Clark and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 12, at page 159. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-008.00

**Phillip Hinson Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 10.59 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated November 10, 2010 and recorded November 23, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 529. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-016.00

**Terry Robinson Tract (with home):**

ALL that certain piece, parcel or tract of land, together with improvements thereon, if any, lying, being and situate in Flat Creek Township, Lancaster County, South Carolina, containing 9.35 acres, more or less, located on the North side of South Carolina Highway S-29-188, fronting South on said Highway for a distance of 425 feet, and being the identical property shown on plat of survey made by Paul Clark as found recorded in the Office of the Clerk of Court for Lancaster County in Book Z-5, at Page 697, reference to which plat is made for a more minute description.

TMS No.: 0140-00-007.00

**William Hayes Tract (with home):**

ALL that certain piece, parcel or tract containing 0.97 acre, more or less, of land located in Lancaster County, South Carolina and more bounded and described as follows: On the North by a county dirt road leading to Highway #601 for a distance of 151.98 feet; on the East by property of Danny R. Blackwell for a distance of 286.91 feet; on the South by property of Danny R. Blackwell for a distance of 151.98 feet; and on the West by property of Lineberger for a distance of 286.91 feet and further shown on a plat prepared for William D. Hayes, Sr. and Lisa K. Hayes by Kenneth A. Johnson, RLS dated November 12, 1993 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina as Plat #14167. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-033.06

**Billy Poston Tract (with home):**

ALL that certain piece, parcel or tract of land, with improvements thereon, if any, lying being and situate in Lancaster County, South Carolina, containing 6.35 acres, more or less, and being more particularly bounded and described as follows, to wit: North by a road leading to Highway #601; East by property of Frank Blackwell, formerly of Love; South by property of Frank Blackwell, formerly of Love; and, West by property of Billie Joanna C. Crawford and Melinda Clyburn Richardson, formerly of Clyburn. The above described property is the same as shown on a Plat prepared by Will Clark, Surveyor, for John Love, being a part of the lands of Mrs. Ester Love which is recorded as Plat Number 6004 in the Office of the Clerk of Court for Lancaster County.

TMS No.: 0136-00-034.00

**Kevan Thompson Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 3.66 acres on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated January 13, 2011 and recorded January 25, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 48. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-015.01

**Jane Thompson Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 3.67 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated January 13, 2011 and recorded January 25, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 48. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-015.02

**Richard Thompson Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 3.66 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated January 13, 2011 and recorded January 25, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 48. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-015.00

**Gene Loveland Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 2.17 acres shown a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated September 21, 2010 and recorded September 29, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 428. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-001.01

**Eugene Rogers Tract (with home):**

ALL that certain piece, parcel or lot of land, containing 1.00 acre, situate, lying and being about 2.5 miles Northeast of the Town of Kershaw, in Lancaster County, South Carolina, and ore particularly being bounded and described as follows: On the NORTHWEST by U.S. Highway 601; On the SOUTHWEST by property now or formerly of George B. and June L. Small; and, On the NORTHEAST and SOUTHEAST by other property of Bobby B. Gregory. The above

described property is more particularly shown and described on a plat prepared for Bobby B. Gregory by Kenneth A. Johnson, RLS, dated December 7, 2004, and recorded in Plat Book 2004 at Page 696, Office of the Register of Mesne Conveyances for Lancaster County. Reference to said plat is made for a more accurate description.

TMS No.: 0135-00-016.03

**Gerald Townsend Tract (with home):**

ALL those certain pieces, parcels or tracts of land located in Lancaster County, South Carolina, containing 22.79 acres (10.83 acres and 11.96 acres) shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated February 24, 2011 and recorded March 8, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 123. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-006.00

**William & Michael Catoe Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 57.29 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated April 21, 2011 and recorded April 27, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 235. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-002.00

**Mary Bartell Tract (with home):**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 2.03 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated April 29, 2011 and recorded May 5, 2011 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2011, at page 250. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-022.00

**Mary Bartell Tract 2:**

ALL that certain pieces, parcels or tracts of land located in Lancaster County, South Carolina, containing 21.81 acres (Tract 1 – 18.51 acres and Tract 2 – 3.30 acres) shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated December 15, 2010 and recorded December 21, 2010 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 613. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-031.02

**William & Marcene Fields Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 24.32 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated January 7, 2011 and recorded February 24, 2012 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2012, at page 64. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0140-00-008.00

**American Timberland II, LLC Tract:**

ALL that certain piece, parcel or tract of land located in Lancaster County, South Carolina, containing 63.71 acres shown on a plat prepared for Haile Gold Mine, Inc., prepared by Holland Surveyors, LLC dated May 11, 2011 and recorded April 13, 2012 in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2012, at page 143. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-011.00

**Teresa McDonald Tract:**

ALL that certain piece, parcel or lot of land, with improvements thereon, situate, lying and being in the County of Lancaster, State of South Carolina, containing 15 acres and being shown on a Plat prepared for Teresa Murphy McDonald and James William Dulin by Earl W. Horton, PLS, dated November 21, 2006, and recorded February 23, 2007, in Plat Book 2007, at page 132, in the Office of the Register of Deeds for Lancaster County. Reference to said plat is made for a more complete and accurate description.

TMS No.: 0136-00-036.03

**Richard Hilton Tract:**

ALL that certain piece, parcel or tract of land, with improvements thereon, situate, lying and being located on the northwest side of US Hwy. 601 (Gold Mine Highway) County of Lancaster, State of South Carolina, and being described as Parcel B, containing 4.338 acres, and being more specifically shown and delineated on Plat of Boundary Survey prepared for Richard F. Hilton, prepared by Enfinger & Associates dated May 28, 2005 and recorded June 8, 2005 in the Office of the Register of Deeds for Lancaster County, South Carolina, in Book 2005, at Page 315.

ALSO being the same property shown and delineated as 4.34 acres on that certain Property Survey prepared for Haile Gold Mine, Inc. prepared by Carl A. Holland, Jr., SC Registered Land Surveyor No. 8368, Holland Surveyors, LLC dated September 21, 2010 and recorded August 12, 2015 in the Office of the Register of Deeds for Lancaster County, South Carolina in Book 2015, at Page 577; property survey is specifically incorporated herein by reference and reference to said property craved for the particulars as to metes, courses, distances, size, shape, dimensions, measurements, bounds and boundaries.

TMS No.: 0136-00-001.00

## FOURTH AMENDMENT TO FEE AGREEMENT

### SCHEDULE 2

The following publication of legal descriptions and tax map numbers for the selected tracts that are included in the Fee Agreement is made for the purpose of correcting scrivener's errors:

#### **Blackwell Tract 1:**

All that certain piece, parcel or lot of land, situate, lying and being approximately 4 miles southwest of Jefferson, in Flatcreek Township, County of Lancaster, State of South Carolina, and being shown and designated as 512.03 acres +/- on a plat prepared for Haile Gold Mine Inc. by Holland Surveyors, LLC, dated August 13, 2009, which plat is recorded in the Office of the Clerk of Court for Lancaster County in Book 2009 at page 400. Said property having such metes, bounds, courses and distances as shown on said plat, which is incorporated herein by reference.

TMS No.: 0117-00-001.00 (corrected)

#### **Mahaffey Tract:**

All that certain piece, parcel or lot of land, situate, lying and being in Flat Creek Township, County of Lancaster, State of South Carolina, and designated as Lot Number 5 in Block A as shown on a plat of survey made by Fred J. Hager, Surveyor, dated June 13<sup>th</sup>, 1968 and being bounded as follows, to wit: North by an unnamed street; and Lot Number 4 as shown on said plat; on the East by property now or formerly of Kershaw-Lancaster Enterprises Corporation; South by section reserved by Kershaw-Lancaster Enterprises Corporation it being 50 feet in width and on the West by an unnamed Street. Also being shown and designated as 0.17 acres on a plat prepared for Haile Gold Mine, Inc., dated September 28, 2009 and recorded in the Office of the Register of Deeds for Lancaster County in Book 2009 at page 505; and having such metes, bounds, courses, and distances as shown on said plat.

TMS No.: 0141H-0A-024.00 (corrected)

#### **Wright Tract:**

All those certain pieces, parcels or tracts of land, lying, being and situate in Lancaster County, South Carolina, located approximately three (3) miles southwest of Jefferson, fronting on the north and south sides of S.C. Highway 265, being shown, described and designated as Tract No. 1 containing 14.79 acres and Tract No. 2 containing 23.41 acres on plat of survey entitled "Boundary Survey for Henry D. Anderson, Jr.", dated August 15, 1998 made by Eddie R. Johnson, P.L.S. and recorded as Plat No. 2004-8 in the Register of Deeds Office, Lancaster County, South Carolina, which plat is incorporated herein and by reference made a part hereof. Said property being further shown and delineated as Tracts 1 and 2 on a plat prepared for Haile Gold Mine, Inc. by Holland Surveyors, LLC, dated February 22, 2010 and recorded in the Office of the Register of Deeds for Lancaster County in Plat Book 2010 at page 71 and having such metes, bounds courses and distances shown on said plat.

Being the same property conveyed to J. Carl Wright and Shelby D. Wright by Mary Angela Caston Campbell, dated January 8, 2004 and recorded in the Office of the Register of Deeds for Lancaster County in Book 222, page 249.

TMS No.: 0116-00-009.00 (corrected)

**McClimen Tract:**

All that certain piece, parcel or lot of land together with all improvements located thereon lying being and situate in the County of Lancaster, State of South Carolina, being shown, described and designated as Lot No. 5 containing 1.05 acres more or less on a plat of survey entitled, "Survey of Ray Acres Subdivision" drawn by Earl W. Horton, PLS, dated February 5, 2007 and recorded March 9, 2007 in Plat Book 2007, at page 184 in the Office of the Register of Deeds for Lancaster County, South Carolina; and being further shown and delineated on a plat entitled Property Survey prepared for Haile Gold Mine, Inc., by Holland Surveyors, LLC, dated June 11, 2010 and recorded in the Office of the Register of Deeds for Lancaster County, South Carolina in Plat Book 2010, at page 259 and having such, metes, bounds, courses and distances as shown on said plat.

Being the same property conveyed to Marie McClimen by deed of Tony G. Ray, dated March 12, 2009 and recorded March 16, 2009 in the Office of the Register of Deeds for Lancaster County in Record Book 508, page 167.

This conveyance includes a 1982 TRIN Doublewide Mobile Home, Serial Number: THINCSTA248243DL2U.

TMS No.: 0136-00-036.00 (corrected)

**Craft Tract:**

All that certain piece, parcel or tract of land, together with improvements thereon, situate, lying and being located in Flat Creek Township, Lancaster County, South Carolina, and Kershaw County, South Carolina, and being shown as 59.05 acres on a plat entitled Property Survey prepared for Haile Gold Mine Inc., by Holland Surveyors, LLC, dated April 5, 2010 and recorded in the Office of the Register of Deeds for Lancaster County (the "Lancaster County ROD") in Plat Book 2010 at page 410, and having such metes, bounds, courses and distances as shown on said plat.

Of the 59.05 acres, 30 acres is situate, lying and being located in Lancaster County: Such property being the same property conveyed to the Grantor by deed of distribution dated December 4, 2009, and recorded December 11, 2009, in the Lancaster County ROD in Deed Book 543 at page 318.

TMS No.: 0140-00-028.01 (corrected)

**Clyburn Tract:**

All that certain piece, parcel or lot of land situate, lying and being approximately 5.5 miles Northeast of Kershaw, South Carolina in Flatcreek Township, Lancaster County, South Carolina, containing 752.31 acres, more or less, as shown on survey entitled "Property Survey" prepared for Haile Gold Mine, Inc., by Holland Surveyors, LLC, dated August 5, 2010 and recorded in the Office of the Register of Deeds for Lancaster County in Plat Book 2010, page 425; and having such metes, bounds, courses, and distances as shown on said plat.

Being the same property conveyed to Melinda Lou Clyburn Richardson and Billie Joanna Clyburn Crawford by deed of William U. Clyburn and Sara Brewer Clyburn, dated July 10, 1973 and recorded in the Office of the Register of Deeds for Lancaster County in Book C-6,, page 2722; Book C-6, page 2725; Book C-6, page 2727; Book C-6, page 2729 and Book C-6, page 2731.

TMS No.: 0119-00-006-00

AND

All that certain piece, parcel or tract of land lying, being and situate in Lancaster County, South Carolina, located approximately 4.5 miles northeast of Kershaw County, South Carolina, fronting on Ernest Scott Road (S-29-219), containing 54.70 acres, and being more particularly shown and described on plat of survey entitled "BOUNDARY SURVEY FOR JULIAN D. CRAIG" made by Kenneth A. Johnson, RLC, dated November 27, 2002 and recorded as Plat No. 2003-44 in the Register of Deeds Office for Lancaster County, South Carolina, which plat is by reference made a part hereof.

TMS No.: 0119-00-062.00 (corrected)

**Town of Kershaw Tract:**

All that certain piece, parcel or tract of land, situate, lying and being on the northerly side of Tom Gregory Road, approximately 3.5 miles Northeast of Kershaw, Lancaster County, South Carolina, and more particularly shown and designated as 9.12 acres on a Property Survey prepared for Haile Gold Mine Inc., by Holland Surveyors, LLC, dated August 19, 2010 and recorded in the Office of the Register of Deeds for Lancaster County in Book 2010 at page 582; and having such metes, bounds, courses and distances as shown on said plat which is hereby incorporated by reference.

TMS No.: 0135-00-004.03 (corrected)

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