

Lathan & Barbare, PA
48 St. Mark Road
Taylors, South Carolina 29687
(864) 232-2700
Fax (864) 370-3421

NO TITLE EXAMINATION

State of South Carolina)
)
County of Greenville) **TITLE TO REAL ESTATE**

KNOW ALL MEN BY THESE PRESENTS, that **Republic Locomotive Works, Inc.**, a **South Carolina corporation, a/k/a Republic Locomotive, Inc.** (hereinafter called "Grantor"), in consideration of **Ten and No/100 (\$10.00) Dollars and other valuable consideration**, to the Grantor in hand paid at and before the sealing of these presents, by Republic Raileasing, Inc., a South Carolina corporation, (hereinafter called "Grantee") in the State aforesaid, the receipt of which is hereby acknowledged, subject, however, to the limitations set out below, has granted, bargained, sold, and released, and by these presents does grant, bargain, sell and release unto

Republic Raileasing, Inc., a South Carolina corporation

ALL that certain piece, parcel or tract of land in the State of South Carolina County of Greenville, with the metes and bounds as follows:

BEGINNING at the north line of Bramlette Road and the westerly line of West Washington Road; thence northwesterly 1,234.3 feet along said westerly line of West Washington Road to a point, said point being the point of beginning of the following described parcel: Thence S. 53-40-40 W. 168.80 feet to a point; thence S. 02-00-00 W. 261.20 feet to a point; thence S. 30-26-13 E. 59.26 feet to a point; thence S. 84-09-50 W. 318.99 feet to a point in the east right of way line of the Southern Railroad; thence N. 09-28-25 E. 276.47 feet along said east right of way line to a point on the northwest side of Reedy River; thence N. 48-11-14 E. 344.05 feet along center line of said river to a point; thence S. 84-47-20 E. 102.75 feet along center line of a creek to a point in the westerly line of West Washington Road; thence S. 30-22-24 E. 55.82 feet along the westerly line of West Washington Road to the point of beginning; containing 2.54 acres, more or less, as shown on print of survey dated August 16, 1982 and being part of the land conveyed by deed dated April 1, 1911, and recorded in the Register



2009098604

DEED
6 PGS
Book: DE 2366 Page: 2678-2683

December 28, 2009 03:57:51 PM Cons: \$10 00
Rec: \$10 00 Cnty Tax: Exempt State Tax: Exempt

FILED IN GREENVILLE COUNTY, SC

of Deeds for Greenville County in Deed Book F at Page 97.

This is the same property as that conveyed to Republic Locomotive Works, Inc. by deed of Seaboard System Railroad, Inc. recorded in the Register of Deeds for Greenville County in Deed Book 1354 at Page 905 on March 3, 1983.

ALSO:

ALL that certain piece, parcel or tract of land in the State of South Carolina County of Greenville, with the metes and bounds as follows:

BEGINNING at a point in the centerline of Track No. 83, said point located N. 30-25-57 E. 560 feet from the Point of Beginning of the parcel of land described in Exhibit A attached to deed recorded in the Register of Deeds for Greenville County in Deed Book 1327 at Page 42; thence north-northeasterly along the centerline of said Tract No. 83 as it exists, a distance of 126 feet, more or less, to a point on said tract; containing 2,520 square feet, or 0.058 of an acre, more or less.

This is a portion of that same property conveyed to Republic Locomotive, Inc. by deed of CSX Transportation, Inc. recorded in the Register of Deeds for Greenville County in Deed Book 1327 at Page 42 on June 2, 1988.

This conveyance is made subject to any restrictions, reservations, zoning ordinances or easements that may appear of record on the recorded plats or on the premises.

TMS #0140000300101 to be added to and combined with TMS #0140000300102.

Grantee's Address: P. O. Box 1236, Greenville, SC 29602

TOGETHER with all and singular the rights, members, hereditaments and appurtenances to said premises belonging or in any wise incident or appertaining;

TO HAVE AND TO HOLD all and singular the premises before mentioned unto the Grantee, and the Grantee's heirs and assigns forever. And the Grantor do hereby bind the grantor and the grantor's heirs or successors, executors and administrators to warrant and forever defend all and singular said premises unto the Grantee and the Grantee's heirs or

successors and against every person whomsoever lawfully claiming or to claim the same or any part thereof.

Any reference to this instrument to the singular shall include the plural, and vice versa. Any reference to one gender shall include the others, including the neuter. Such words of inheritance shall be applicable as are required by the gender of the Grantee.

WITNESS the Grantor's hand and seal this the 10th day of December, 2009.

SIGNED, SEALED AND DELIVERED
in the presence of:

Republic Locomotive Works,
Inc., a South Carolina
corporation, a/k/a Republic
Locomotive, Inc.

By: [Signature]
Its: President

Frankie H. Watson

[Signature]


State of South Carolina)
)
County of Greenville)

ACKNOWLEDGMENT

I do hereby certify that Republic Locomotive Works, Inc. a, South

Carolina corporation, a/k/a Republic Locomotive, Inc. by its duly authorized officer, personally appeared before me this day and acknowledged the due execution of the foregoing instrument.

Witness my hand and official seal this the 10th day of December, 2009.


_____(SEAL)
Notary Public for South Carolina
My Commission Expires: September 1, 2015

T09-1908

STATE OF SOUTH CAROLINA

)

COUNTY OF GREENVILLE

)

AFFIDAVIT OF CONSIDERATION

PERSONALLY appeared before me the undersigned, who being duly sworn, deposes and says:

1. I have read the information on the back of this affidavit and I understand such information.
2. The property being transferred is located at 1861 W. Washington Street, Greenville, SC 29601, bearing Greenville County Tax Map Number 0140000300101, was transferred by Republic Locomotive Works, Inc., a South Carolina corporation, a/k/a Republic Locomotive, Inc. to Republic Raileasing, Inc., a South Carolina corporation, on _____, 20____.
3. Check one of the following: The deed is
 - (a) _____ Subject to the deed recording fee as a transfer for consideration paid, or to be paid, in money or money's worth.
 - (b) _____ subject to the deed recording fee as a transfer between a corporation, a partnership, or other entity and a stockholder, partner, or owner of the entity, or is a transfer to a trust or as a distribution to a trust beneficiary.
 - (c) XX exempt from the deed recording fee because (See Information section of affidavit):
 EXEMPTION #1
 (If exempt, please skip items 4 - 7, and go to item 8 of this affidavit.)

 If exempt under exemption #14 as described in the Information section of this affidavit, did the agent and principal relationship exist at the time of the original sale and was the purpose of this relationship to purchase the realty? Check Yes ____ or No ____
4. Check one of the following if either item 3(a) or item 3(b) above has been checked (See Information section of this affidavit.):
 - (a) _____ The fee is computed on the consideration paid, or to be paid, in money or money's worth in the amount of _____
 - (b) _____ The fee is computed on the fair market value of the realty that is _____
 - (c) _____ The fee is computed on the fair market value of the realty as established for property tax purposes which is _____
5. Check Yes ____ or No ____ to the following: A lien or encumbrance existed on the land, tenement, or realty before the transfer and remained on the land, tenement, or realty after the transfer. If "Yes," the amount of the outstanding balance of this lien or encumbrance is: _____
6. The deed recording fee is computed as follows:
 - (a) Place the amount listed in item 4 above here: _____
 - (b) Place the amount listed in item 5 above here: _____
 - (If no amount is listed, place zero here.) _____
 - (c) Subtract Line 6(b) from Line 6(a) and place result here: _____
7. The deed recording fee due is based on the amount listed on Line 6(c) above and the deed recording, fee due is: _____
8. As required by Code Section, 12-24-70, I state that I am a responsible person who was connected with the transaction as: Grantor

9. I understand that a person required to furnish this affidavit who willfully furnishes a false or fraudulent affidavit is guilty of a misdemeanor and, upon conviction, must be fined not more than one thousand dollars or imprisoned not more than one year, or both.

Hugh B Hamilton Jr.
Signature of Responsible Person Connected with the Transaction
Hugh B Hamilton Jr.
Print or Type Name Here

SWORN to before me this 10TH
day of DECEMBER, 2009.
[Signature] (L.S.)
Notary Public for South Carolina
My Commission Expires September 1, 2015

INFORMATION

Except as provided in this paragraph, the term "value" means "the consideration paid or to be paid in money or money's worth for the realty." Consideration paid or to be paid in money's worth includes, but is not limited to, other realty, personal property, stocks, bonds, partnership interest and other intangible property, the forgiveness or cancellation of a debt, the assumption of a debt, and the surrendering of any right. The fair market value of the consideration must be used in calculating the consideration paid in money's worth. Taxpayers may elect to use the fair market value of the realty being transferred in determining fair market value of the consideration. In the case of realty transferred between a corporation, a partnership, or other entity and a stockholder, partner, or owner of the entity, and in the case of realty transferred to a trust or as a distribution to a trust beneficiary, "value" means the realty's fair market value. A deduction from value is allowed for the amount of any lien or encumbrance existing on the land, tenement, or realty before the transfer and remaining on the land, tenement, or realty after the transfer. Taxpayers may elect to use the fair market value for property tax purposes in determining fair market value under the provisions of the law.

Exempted from the fee are deeds:

- (1) transferring realty in which the value of the realty, as defined in Code Section 12-24-30, is equal or less than one hundred dollars;
- (2) transferring realty to the federal government or to a state, its agencies and departments, and its political subdivisions, including school districts;
- (3) that are otherwise exempted under the laws and Constitution of this State or of the United States;
- (4) transferring realty in which no gain or loss is recognized by reason of Section 1041 of the Internal Revenue Code as defined in Section 12-6-40(A);
- (5) transferring realty in order to partition realty as long as no consideration is paid for the transfer other than the interests in the realty that are being exchanged in order to partition the realty;
- (6) transferring an individual grave space at a cemetery owned by a cemetery company licensed under Chapter 55 of Title 39;
- (7) that constitute a contract for the sale of timber to be cut;
- (8) transferring realty to a corporation, a partnership, or a trust in order to become, or as, a stockholder, partner, or trust beneficiary of the entity provided no consideration is paid for the transfer other than stock in the corporation, interest in the partnership, beneficiary interest in the trust, or the increase in value in such stock or interest held by the grantor. However, the transfer of realty from a corporation, a partnership, or a trust to a stockholder, partner, or trust beneficiary of the entity is subject to the fee even if the realty is transferred to another corporation, a partnership, or trust;
- (9) transferring realty from a family partnership to a partner or from a family trust to a beneficiary, provided no consideration is paid for the transfer other than a reduction in the grantee's interest in the partnership or trust. A "family partnership" is a partnership whose partners are all members of the same family. A "family trust" is a trust, in which the beneficiaries are all members of the same family. The beneficiaries of a family trust may also include charitable entities. "Family" means the grantor and the grantor's spouse, parents, grandparents, sisters, brothers, children, stepchildren, grandchildren, and the spouses and lineal descendants of any the above. A "charitable entity" means an entity that may receive deductible contributions under Section 170 of the Internal Revenue Code as defined in Section 12-6-40(A);
- (10) transferring realty in a statutory merger or consolidation from a constituent corporation to the continuing or new corporation;
- (11) transferring realty in a merger or consolidation from a constituent partnership to the continuing or new partnership; and,
- (12) that constitute a corrective deed or a quitclaim deed used to confirm title already vested in the grantee, provided that no consideration of any kind is paid or is to be paid under the corrective or quitclaim deed.
- (13) transferring realty subject to a mortgage to the mortgagee whether by deed in lieu of foreclosure executed by the mortgagee or deed pursuant to foreclosure proceedings.
- (14) Transferring realty from an agent to the agent's principal in which the realty was purchased with funds of the principal, provided that a notarized document is also filed with the deed that establishes the fact that the agent and principal relationship existed at the time of the original purchase as well as for the purpose of purchasing the realty.
- (15) transferring title to facilities for transmitting electricity that is transferred, sold, or exchanged by electrical utilities, municipalities, electric cooperatives, or political subdivision to a limited liability company which is subject to regulation under the Federal Power Act (16 U.S.C. Section 791(a)) and which is formed to operate or to take functional control of electric transmission assets as defined the Federal Power Act.

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Timothy J. Hanney