

AMENDMENT TO PURCHASE AND SALE AGREEMENT

This Amendment (the "Amendment") to Purchase and Sale Agreement is made as of 4-1-25 2025 ("Amendment Effective Date"), by and between Fred Wilkins and Paulette Birkner, South Carolina residents (together and collectively, "Seller"), and Deepen Development, LLC, a South Carolina limited liability company ("Buyer," and, collectively with Seller, the "Parties"), for the following purposes and with respect to the following facts:

RECITALS

WHEREAS, the Parties are signatories to the Purchase and Sale Agreement effectively dated as of November 27, 2023 (the "Original Agreement," and, as amended by that certain First Amendment to Purchase and Sale Agreement dated June 27, 2024, the "Agreement") for the sale of the real property containing 28.81 Acres, more or less, and bearing 079-01-08-000, being along or near 598 Saluda Road, in the City of Chester, Chester County, South Carolina; and

WHEREAS, due to prior site contamination resulting from the property's former use, as well as the existence of delinquent taxes, liens, and a mortgage, Paulette Birkner asked Fred Wilkins to take the lead in resolving the property's legal and financial encumbrances and in facilitating a sale. Mr. Wilkins began paying the delinquent taxes and took steps to locate a suitable buyer. He ultimately secured a buyer who addressed the site issues and has maintained the property taxes through the closing process. In recognition of Mr. Wilkins's efforts and the burdens he assumed in managing the sale, Paulette Birkner has agreed to accept a reduced share of the final distribution of the Purchase Price.

WHEREAS, the Parties now desire to amend the Agreement in certain respects as more particularly provided below.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

1. Allocation of Purchase Price

The Parties hereby amend Section 2(a) of the Original Agreement by adding the following sentence thereto: "The Purchase Price is allocated 20% to Paulette Birkner and 80% to Fred Wilkins, and, at Closing, the settlement agent shall distribute the Purchase Price, subject to the prorations and adjustments set forth in the Agreement, on a pro-rata basis to Paulette Birkner and Fred Wilkins in accordance with the foregoing allocation."

2. Integration with the Original Agreement

The Agreement is only amended as provided herein, and, as amended hereby, all terms, conditions, and provisions of the Agreement shall remain in full force and effect.

3. Governing Law

This Amendment shall be governed by and construed in accordance with the laws of the State of South Carolina.

4. Counterparts

This Amendment may be executed in one or more counterparts, each of which shall be deemed an original and all of which together shall constitute one and the same instrument. This Amendment may be executed by facsimile or like method of electronically reproduced signature (e.g. delivery of a scanned signature).

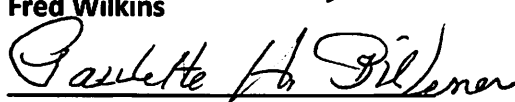
5. Entire Agreement

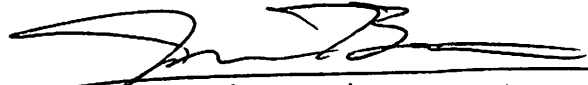
This Amendment, together with the Agreement, constitutes the entire understanding between the Parties regarding the subject matter hereof and supersedes any prior discussions, agreements, or understandings of any kind.

IN WITNESS WHEREOF, the Parties have executed this Amendment as of the Amendment Effective Date.

SELLER:


Fred Wilkins


Paulette Birkner

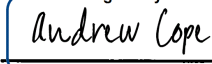

Notary for Sellers only

4-1-25
Date

BUYER:

DEEPEN DEVELOPMENT, LLC



DocuSigned by:

BY: Andrew Cope
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Andrew Cope, Authorized Signatory
4/28/2025 | 1:12 PM PDT