

OPTION TO PURCHASE

THIS OPTION TO PURCHASE (this "Option") is made and entered into as of this 16 day of October, 2024, by and between the Housing Authority of Florence, South Carolina, a public body corporate and politic organized under and by virtue of the laws of the State of South Carolina ("HAFSC"), and Church Hill RAD 2024, LLC, a South Carolina limited liability company ("Optionee").

WITNESSETH:

WHEREAS, the Optionee was organized to serve as the owner for purposes of the rehabilitation of the Church Hill Apartments (the "Project"), a 166-unit affordable housing development owned by HAFSC, using 4% Low-Income Housing Tax Credits and conventional financing to convert the Project from Public Housing to privately owned affordable housing under the HUD Rental Assistance Demonstration ("RAD") Program (collectively, the "Development");

WHEREAS, in furtherance of the redevelopment of the Project, HAFSC and Optionee desire to enter into a Purchase and Sale Agreement ("PSA") for the Project:

WHEREAS, pursuant to this Option, HAFSC shall grant to Optionee an option to purchase the Project.

NOWHEREFORE, in consideration of the mutual covenants by HAFSC and Optionee and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, HAFSC and Optionee agree as follows:

1. **Option:** At any time on or before May 1st, 2026, as such date may be extended by HAFSC at the request of Optionee (as so extended, the "Option Deadline"), Optionee shall have the right and option to purchase the Project pursuant to the terms and conditions contained in a PSA to be negotiated between HAFSC and Optionee or to acquire the Project upon such other such terms as HAFSC and Optionee shall agree to in writing. Optionee may exercise the option granted herein upon written notice to HAFSC at any time on or before the Option Deadline. Following Optionee's exercise of the option granted herein, HAFSC and Optionee shall execute the PSA at least thirty (30) days prior to the date that the PSA shall become effective between HAFSC and Optionee.
2. **Terms and Conditions of the PSA:** HAFSC and Optionee shall negotiate in good faith to finalize the terms and conditions of the PSA no later than the Option Deadline. The PSA shall contain the following basic terms:
 - a. the total purchase price shall be for the appraised market value of FIFTEEN MILLION DOLLARS AND NO CENTS (\$15,000,000)

IN WITNESS WHEREOF, the parties herein have here unto set their hand and seal the day and year first above written.

HOUSING AUTHORITY OF FLORENCE,
SOUTH CAROLINA

By: Alphonso Bradley
Dr. Alphonso Bradley
Executive Director

OPTIONEE: CHURCH HILL RAD 2024, LLC

By: Church Hill RAD 2024, LLC
Managing Member

By: Renée Sandell
Name: Renée Sandell
Manager

EXHIBIT B-1

PROJECT NO. SC0272

All that certain piece, parcel or tract of land in the County of Florence, State of South Carolina, containing 19.5 acres, more or less, and shown on a plat thereof made by Ervin Engineering Co. dated November 15, 1960. Said land has such shape, metes, courses and distances as are shown on said plat and is bounded according thereto on the North by a road, on which it measures 270.8 feet; on the East by land formerly of Hatchell, on which it measures 3250 feet, more or less; on the South by Jeffries Creek; and on the West by a 66-foot street, on which it measures 3050 feet, more or less.

This being the same property conveyed to the Housing Authority of Florence by deed of Viola Barringer Harris, recorded in the office of the Clerk of Court for Florence County on December 18, 1969 in Deed Book A81 at page 179.

This property is a part of the Church Hill Project

TM#149-01-007

EXHIBIT B-2

PROJECT NO. SC0272

All that certain lot of land in the City and County of Florence, State of South Carolina, measuring forty (40) feet front on Church Street and extending back therefrom to a depth of one hundred fifty (150) feet, being the property of Sandy A. Brown and bounded as follows, to wit: On the North by lands of Ruth B. Brown and others and by property hereinafter described; on the East by property of Janie Betsy Brown and others; on the South by lands of Scarborough; and on the West by Church Street.

ALSO: All that certain lot of land in the City and County of Florence, State of South Carolina, measuring nine and one-half (9 ½) feet front on Church Street and extending back therefrom to a depth of sixty-six (66) feet and being bounded on the North and East by other property of the said Ruth B. Brown and others; on the South by lot hereinabove conveyed; and on the West by Church Street. This being the property of the said Ruth B. Brown, Janie L. Brown and Marion E. Brown. The said two (2) lots taken together composing a part of Lot 4, Block KK, Section C, heretofore conveyed by A. A. Cohen to Sandy Brown by deed dated March 31, 1903, recorded in Book P, Page 610.

This being the same property conveyed to the Housing Authority of Florence by deed of Marie L. McLeod Greenard, recorded in the office of the Clerk of Court for Florence County on December 2, 1975 in Deed Book A148 at page 12.

This property is a part of the Church Hill Project

TM#90102-15-008

EXHIBIT B-3

PROJECT NO. SC0272

All that certain piece, parcel or lot of land with improvements thereon, situate, lying and being in the City of Florence, County of Florence, State of South Carolina, on the east side of Church Street on which it fronts 50 feet, more or less, and extending back therefrom in parallel lines to a depth of 150 feet, butting and bounding now or formerly as follows: On the North by lands of A. A. Cohen; on the East and South by lands of Thomas Nesmith; and on the West by Church Street.

This being the same property conveyed to the Housing Authority of Florence by deed of B. S. Poston, recorded in the office of the Clerk of Court for Florence County on November 16, 1977 in Deed Book A157 at page 375.

This property is a part of the Church Hill Project

TM#90102-15-009

EXHIBIT B-4

PROJECT NO. SC0272

All that certain parcel of land situate in the City of Florence, County of Florence, State of South Carolina, containing 2.0 acres and located near Church Street Extension, having the following metes and boundaries: On the North by Sealtest Dairies property whereon it measures 566.92 feet; on the East by a 66 foot street whereon it measures 157.33 feet; on the South by property of the Grantee herein whereon it measures 540.59 feet; and on the West by a 66 foot street whereon it measures 159.52 feet and being more particularly described by a plat recorded in Plat Book 1, Page 221, in the office of the Clerk of Court for Florence County.

This being the same property conveyed to the Housing Authority of Florence by deed of Interstate Investors of Florence, S.C., Inc., recorded in the office of the Clerk of Court for Florence County on July 1, 1970 in Deed Book A89 at page 63.

This property is a part of the Church Hill Project

TM#149-01-010

EXHIBIT B-5

PROJECT NO. SC0272

All that certain tract of land situate, lying and being in the County of Florence, State of South Carolina, being shown upon a plat by Ervin Engineering Company dated August 15, 1969 and recorded in the office of the Clerk of Court for Florence County in Plat Book 2 at Page 109, as Parcel C containing 9.561 acres bounded on the North by a two (2) acre tract of land owned now or formerly by Interstate Investors of Florence, S.C., Inc.; on the East by a 66 foot unnamed street; on the South by Jeffries Creek; and on the West by an unnamed 66 foot street.

This being the same property conveyed to the Housing Authority of Florence by deed of Interstate Investors of Florence, S.C., Inc., recorded in the office of the Clerk of Court for Florence County on December 18, 1969 in Deed Book A81 at page 178.

This property is a part of the Church Hill Project

TM#149-01-006