

STATE OF SOUTH CAROLINA)
 COUNTY OF BEAUFORT)

SECOND ASSIGNMENT OF AGREEMENT
 FOR PURCHASE AND SALE OF REAL
 PROPERTY, AMENDMENTS THERETO AND
 ASSIGNMENTS THEREOF

THIS Assignment is made this 19th day of July, 1982 by and between Ewing, Hungiville & Trew, a South Carolina general partnership consisting of Frank Ewing, J.R. Hungiville and Dwight R. Trew, general partners (hereinafter referred to as "Assignor"), to Kingston Cove II Joint Venture, a joint venture consisting of Scioto Valley Mortgage Company, an Ohio corporation and Ewing, Hungiville & Trew, a South Carolina general partnership, its successors and assigns (collectively hereinafter referred to as "Assignee"), with the consent of The Hilton Head Company, Inc., a Delaware corporation (hereinafter referred to as "Company").

WHEREAS, on November 4, 1980, Ewing-Hungiville, a South Carolina general partnership (hereinafter referred to as "Previous Assignor") and the Company entered into an Agreement for Purchase of Sale of Real Property (hereinafter referred to as "Agreement"), the property subject to said Agreement being located on Hilton Head Island, Beaufort County, South Carolina and known as "Blocks F and G Extension", Shipyard Plantation, Hilton Head Island, Beaufort County, South Carolina, (hereinafter referred to as the "Property"); and

WHEREAS, said Agreement provides for the title to be conveyed and for the development of said Property in sequential phases; and

WHEREAS, the Previous Assignor purchased and developed twenty lots contained in the Property, with said lots being known as Kingston Cove Phase I and Phase II; and

WHEREAS, said Agreement was amended by Amendment to Agreement for Purchase of Sale of Real Property between the Company and Previous Assignor on the 17 day of October, 1981 (hereinafter referred to as the "First Amendment"); and

WHEREAS, said Agreement was further amended by Second Amendment to Agreement for Purchase of Sale of Real Property between Previous Assignor and the Company dated the 17th day of February, 1982 (hereinafter referred to as the "Second Amendment"); and

Dist	Map	Submap	Parcel	Block

WHEREAS, the Previous Assignor assigned the Agreement to the Assignor herein by the Assignment of Agreement of Purchase of Sale of Real Property and Amendments thereto dated the 17th day of February, 1982 (hereinafter referred to as the "First Assignment"); and

WHEREAS, Assignor herein is desirous of assigning to Assignee all of its right, title and interest in and to the foregoing Agreement, First Amendment, Second Amendment and First Assignment and the Assignee is desirous of accepting said Assignment and assuming all of the obligations and responsibilities of the Assignor herein to said Agreement, First Amendment, Second Amendment, and First Assignment as such obligations and responsibilities relate to the remaining lots within the Property which have not been conveyed to the Previous Assignor herein by the Company.

NOW, THEREFORE, Ewing, Hungiville & Trew, a South Carolina general partnership, hereby assigns all its rights, title and interest to the Agreement, First Amendment, Second Amendment and First Assignment to Kingston Cove II Joint Venture and Kingston Cove II Joint Venture hereby accepts said assignment and assumes all obligations and responsibilities of the Assignor to said Agreement, First Amendment, Second Amendment and First Assignment as such obligations and responsibilities relate to the remaining lots within the Property and The Hilton Head Company, Inc., a Delaware corporation consents to this Assignment.

IN WITNESS WHEREOF, Ewing, Hungiville & Trew, a South Carolina general partnership causes Assignment to be executed the day in the first written above.

WITNESSES:

Louis A. ...
Edward M. ...

ASSIGNOR:

EWING, HUNGIVILLE & TREW, a South Carolina general partnership

By: *Frank Ewing*
 Frank Ewing

By: *J.R. Hungiville*
 J.R. Hungiville

By: *Dwight R. Trew*
 Dwight R. Trew

ASSIGNEE:
KINGSTON COVE II JOINT VENTURE

EWING, HUNGIVILLE & TREW, a South Carolina general partnership

E. Lewis Hansen

Edward M. Hyl

By: Frank Ewing

By: J.R. Hungiville

By: Dwight R. Trew

E. Lewis Hansen

Edward M. Hyl

SCIOTO VALLEY MORTGAGE COMPANY

By: Richard J. Whaley, Jr.

Attest: _____

The Hilton Head Company, Inc. a Delaware corporation hereby consents this Assignment this 19th day of July, 1982.

THE HILTON HEAD COMPANY, INC., a Delaware corporation

Barbara A. Bush

Paul B. Attner

By: Karl F. Hampton

Attest: Claudia P. ...

STATE OF SOUTH CAROLINA)
COUNTY OF BEAUFORT)

PROBATE

PERSONALLY appeared be for me E. LEWIS HANSEN who states on oath that he saw the within named Ewing, Hungiville & Trew, a South Carolina general partnership by Frank Ewing/J.R. Hungiville/Dwight R. Trew its Partners as its act and deed sign, seal and deliver the within Second Assignment, and that he with EDWARD M. HYL witnessed the execution of same.

E. Lewis Hansen
Witness

SWORN TO before me this 16 day of July, 1982.

Edward M. Hyl (L.S.)
Notary Public for South Carolina

My Commission Expires: 11/1/84

STATE OF SOUTH CAROLINA)
 COUNTY OF BEAUFORT)

PROBATE

PERSONALLY appeared before me E. LEWIS HOUSE
 who states on oath that he saw the within named Kingston Cove II Joint
 Venture by _____ and _____
 its _____ as its act and deed sign, seal and
 deliver the within Second Assignment, and that he with
EDWARD M. HUGHES witnessed the execution of same.

E. Lewis House
 Witness

SWORN TO before me this 16
 day of July, 1982.

Edward M. Hughes (L.S.)
 Notary Public for South Carolina

My Commission Expires: 11/1/84

STATE OF SOUTH CAROLINA)
 COUNTY OF BEAUFORT)

PROBATE

PERSONALLY appeared before me Barbara A. Bush
 who states on oath that she saw the within named The Hilton Head
 Company, Inc. by Kent F. Hampton its Vice President
 and C. Daniel Baker its Assistant Secretary as its act
 and deed sign, seal and deliver the within Second Assignment, and that
 she with Pamela B. Altman witnessed the execution of same.

Barbara A. Bush
 Witness

SWORN TO before me this 19th
 day of July, 1982.

Pamela B. Altman (L.S.)
 Notary Public for South Carolina

My Commission Expires: 9-16-85

Ed Hughes

FILED AT	BEAUFORT COUNTY S. C.	RECORDED IN BOOK
<u>4:00</u>		<u>355</u>
<u>OCLOBER</u>	<u>OCT 5 1982</u>	PAGE
<u>P.</u>		<u>501</u>

Stanley H. Lowrey, Esq.
 CLERK OF COURT OF COMMON PLEAS