

AMENDMENT TO ASSET PURCHASE AGREEMENT

THIS AMENDMENT TO ASSET PURCHASE AGREEMENT ("Amendment") is entered into this ____ day of March, 2019 ("Effective Date") by, between, and among Fitch Creations, Inc. d/b/a Fearrington Utilities ("FCI"), a North Carolina corporation, Old North State Water Company, LLC ("ONSWC"), a North Carolina limited liability company, and ONSWC – Chatham North, LLC ("ONSWC – Chatham North"), a North Carolina limited liability company. .

WITNESSETH

WHEREAS, FCI and ONSWC entered into an Asset Purchase Agreement on September 22, 2017 ("Asset Purchase Agreement").

WHEREAS, ONSWC now desire to amend certain provisions of the Asset Purchase.

NOW, THEREFORE, , the Parties hereto agree that the Asset Purchase Agreement shall be amended as follows:

I. Assignment

The Parties stipulate and agree that all of ONSWC's rights and obligations under the Asset Purchase Agreement shall be assigned to ONSWC – Chatham North.

II. Amendments to Section 1. 5and Section 5. 3

Section 1.5 (Closing) shall be amended to state the following: FCI and ONSWC – Chatham North shall consummate the transfer of the Wastewater Assets within thirty (30) days after approval of the transfer of the CPCN from FCI to ONSWC – Chatham North.

Section 5.3 (Notices) shall be amended to reference contact information for ONSWC – Chatham North as follows:

If to ONSWC – Chatham North, LLC:

Michael Myers
4700 Homewood Ct., Sure 108
Raleigh, NC 27609
mmyers@envirolinkinc.com

Karen M. Kemerait
Fox Rothschild LLP
434 Fayetteville St., Suite 2800
Raleigh, NC 27601
kkemerait@foxrothschild.com

IN WITNESS WHEREOF, the Parties have set their hands and seals the day and year above first written.

OLD NORTH STATE WATER COMPANY, LLC,

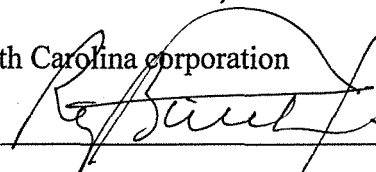
a North Carolina limited liability company

By: 

Michael Myers, its Manager

FITCH CREATIONS, INC. D/B/A FEARRINGTON UTILITIES,

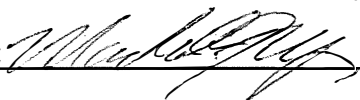
a North Carolina corporation

By: 

Roy B. Fitch, its President

ONSWC – CHATHAM NORTH, LLC

a North Carolina limited liability company

By: 

Michael Myers, its President

CONSENT TO ASSIGNMENT OF LEASE AGREEMENT

Pursuant to Paragraph 8 (Assignment and Subletting) of the Lease Agreement by and between Fitch Creations, Inc. d/b/a Fearington Utilities, a North Carolina corporation ("FCI"), and Old North State Water Company, LLC, a North Carolina limited liability company ("ONSWC"), ONSWC hereby provides written notice of the assignment of the Lease Agreement from ONSWC to ONSWC – Chatham North, LLC, a North Carolina limited liability company ("ONSWC – Chatham North").

FCI hereby consents to the assignment of the Lease Agreement to ONSWC.

Notice required to be made under the Lease Agreement to ONSWC – Chatham North shall be provided as follows:

If to ONSWC – Chatham North, LLC:

Michael Myers
4700 Homewood Ct., Sure 108
Raleigh, NC 27609
mmyers@envirolinkinc.com

Karen M. Kemerait
Fox Rothschild LLP
434 Fayetteville St., Suite 2800
Raleigh, NC 27601
kkemerait@foxrothschild.com

OLD NORTH STATE WATER COMPANY, LLC,

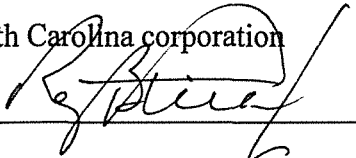
a North Carolina limited liability company

By: 

Michael Myers, its Manager

FITCH CREATIONS, INC. D/B/A FEARRINGTON UTILITIES,

a North Carolina corporation

By: 

Roy B. Fitch, its President

ONSWC – CHATHAM NORTH, LLC

a North Carolina limited liability company

By: 

Michael Myers, its President