

**NON-ANNEXATION AGREEMENT BETWEEN
DILLE LABORATORIES CORP. AND THE SUGARCREEK TOWNSHIP BOARD OF TRUSTEES**

Dille Laboratories Corp. agrees, for a period of three (3) years from the date of the execution this agreement, not to seek and to oppose any annexation of any portion of the property owned by Dille Laboratories Corp. east of I-675 comprising of approximately 260 acres and specifically known on the Greene County Auditor's website as parcels L32000100020008300, L3200010002000500, L3200010002000400, L32000100020001100, L32000100020005200, and L32000100010007900.

The Sugarcreek Township Board of Trustees agrees not impose TIF legislation on the same property for the same three (3) year period of time.

Both parties shall be entitled to all remedies available at law or in equity, including without limitation, injunctive and equitable relief to enforce the provisions of this agreement.

This agreement is binding upon both parties, their successors and their assigns.

This agreement constitutes the entire agreement between the parties and there are no side agreements, oral or otherwise, between the parties pertaining to the subject matter of this agreement.

This agreement may not be amended or modified except by agreement of both parties and in writing.

Ongoing discussions and communications between representatives of both parties are encouraged throughout the three (3) year period.

The undersigned hereby affirm that they have full authority in their position to execute this agreement on behalf of their respective party and as duly authorized by the Board of Directors of Dille Laboratories in their case.

Dille Laboratories Corp.:



John J. Marrinan, President

Sugarcreek Township Board of Trustees:



Nadine Daugherty, Chairperson

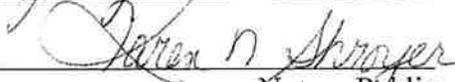


Michael E. Pittman, Vice Chairperson



Dick King, Trustee

Subscribed and sworn to before me this 28th day of July, 20 10.



, Notary Public

My Commission Expires June 29, 2013