this instrument the day and year first above written.

Signed, sealed and delivered in the presence of:

Harold Hond Elsine Heisbrot BELL TWER SHOPPING CENTER, INC.

By

Its

Attest:

Its

Secretary

LANDLORD

(CORPORATE SEAL)

Seglie & Cartall

Ag to Tenant

WINN-DIXIE CHEENVILLE, INC.

By 15 home President

Attest: Its Secretary

TENANT

(CORPORATE SEAL)

(Continued on next page)