AFFIDAVIE FILED ______

STATE OF NEW YORK)
COUNTY OF NEW YORK)

MORTGAGE

TO ALL WHOM THESE PRESENTS MAY CONCERN:

LINCOLN ASSOCIATES, INC., a Texas corporation with an office at 1800 Two-Turtle Creek Village, Dallas, Texas, Sends Greetings:

WHEREAS, the said LINCOLN ASSOCIATES, INC. (hereinafter called "Mortgagor") in and by its certain note or obligation bearing even date herewith (the "Note") stands indebted, firmly held and bound unto FIRST NATIONAL CITY BANK, a national banking association with an office at 399 Park Avenue, New York, New York (hereinafter called "Mortgagee") in the full and just principal sum of THREE MILLION ONE HUNDRED TWENTY-FIVE THOUSAND (\$3,125,000) DOLLARS, with interest thereon at the rate and payable as provided in the Note, the terms of which are incorporated herein by reference, the final payment thereunder, if not sooner paid, being due and payable on May 1, 1976.

NOW, KNOW ALL MEN, that the Mortgagor in consideration of the said debt and sum of money aforesaid, and for the better securing the payment thereof to the Mortgagee according to the terms of the Note; and also in consideration of the further sum of Three Dollars, to the Mortgagor in hand well and truly paid by the Mortgagee at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, have granted, bargained, sold and released, and by these presents DES GRANT, bargain, sell and release unto the Mortgagee, its successors and assigns, the premises described in Schedule "A" hereto annexed and made a part hereof, subject to the state of title shown by Lawyers Title Insurance Corporation binder # BA 49396 dated March 14, 1974.