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SOUTH CAROLINA-FEE

MORTGAGE

October SA THIS INDENTURE made the 6th day of August, 1982 between MARTIN THEATRES, INC., a Delaware corporation, having an address at P.O. Box 391, Columbus, Georgia, as Mortgagor, and MANUFACTURERS HANOVER TRUST COMPANY, a New York banking corporation, having an office at 405 Lexington Avenue, New York, New York, 10174, as Mortgagee.

WITNESSETH:

THAT Mortgagor for and in consideration of the Indebtedness hereinafter described and other valuable consideration, receipt of which is hereby acknowledged, does hereby grant, bargain, sell, alien, remise, release, convey, mortgage, warrant, grant a security interest in and confirm unto Mortgagee, its successors and assigns, the land described on Exhibit A attached hereto and made a part hereof, situate in the County of Greenville, State of South Carolina, and all of Mortgagor's right, title and interest in and to said land;

TOGETHER with all and singular the buildings, structures and improvements now or hereafter erected, constructed or located thereon, and all rights, licenses, uses, servitudes, liberties, privileges, franchises, easements, tenements, hereditaments, and appurtenances thereunto appertaining, and the reversion and reversions and remainder and remainders, rents, issues, revenues, proceeds and profits thereof, and all of Mortgagor's right, title and interest in and to (i) all ways, streets, avenues, roads, alleys, passages, places, sidewalks, strips and gores of land and ways, existing or proposed, public or private, and the land lying thereunder, now or hereafter used in connection with the land described in Exhibit A attached hereto, and all reversionary rights with respect to the vacation of said streets, avenues, roads, alleys, passages, places, sidewalks and ways and the land lying

This instrument prepared by: Charles J. Janoff, Esq. Simpson Thacher & Bartlett 350 Park Avenue New York, NY 10022

Deed Book 828, Page 191 Derivation: Star Theatres, Inc. 8/24/67