STATE OF SOUTH CAROLINA COUNTY OF GREENVILLE

} FENN., ENTER

MORTGAGE OF REAL ESTATE

TO ALL WHOM THESE PRESENTS MAY CONCERN:

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WHEREAS, PALMETTO CHILD DEVILOPMENT CENTER, INC.

(hereinafter referred to as Mortgegor) is well and truly indebted unto C. MANLPY BALDWIN AND FRANCES C. BALDWIN

(hereinafter referred to as Mortgagee) as evidenced by the Mortgagor's promissory note of even date herewith, the terms of which are incorporated herein by reference, in the sum of One Hundred Sixteen Thousand and No/100-----

-----Dollars (\$ 116,000.00) due and payable

according to the terms of the Note of even date executed simultaneously herewith

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with interest thereon from

date

at the rate of

per centum per annum, to be paid:

WHEREAS, the Mortgagor may hereafter become indebted to the said Mortgagee for such further sums as may be advanced to or for the Mortgagor's account for taxes, insurance premiums, public assessments, repairs, or for any other purposes:

NOW, KNOW ALL MEN, That the Mortgagor, in consideration of the aforesaid debt, and in order to secure the payment thereof, and of any other and further sums for which the Mortgagor may be indebted to the Mortgagee at any time for advances made to or for his account by the Mortgagee, and also in consideration of the further sum of Three Dollars (\$3.00) 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, has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto the Mortgagee, its successors and assigns:

"ALL that certain piece, parcel or lot of land, with all improvements thereon, or hereafter constructed thereon, situate, lying and being in the State of South Carolina, County of Greenville,

ALL that certain piece, parcel or tract of land situate, lying and being in the State of South Carolina, County of Greenville, as is more fully shown on a plat entitled "Survey for Palmetto Child Development Center, Inc." dated September 8, 1983, prepared by C. O. Riddle, containing 2.00 Acres, and having, according to said plat, the following metes and bounds, to-wit:

BEGINNING at an iron pin on the northern side of College Street, at the corner of property of Holy Cross Episcopal Church of Simpsonville, located 216.7 feet from Church Street, and running thence along the northern side of College Street S. 63-52 W. 186.59 feet to an iron pin at the corner of an easement containing 0.31 Acres; and running thence along the eastern edge of said easement N. 24-18 W. 424.37 feet to an iron pin at the corner of property of Holy Cross Episcopal Church of Simpsonville; and running thence with the line of said property N. 63-55 E. 205.33 feet to an iron pin; thence continuing with the line of said property S. 25-56 E. 249.65 feet to an iron pin and S. 15-53 E. 177.16 feet to the POINT OF BEGINNING.

This is the identical property conveyed to the Mortgagor herein by the Mortgagees herein by deed of even date to be recorded simultaneously herewith.

Together with all and singular rights, members, hereditaments, and appurtenances to the same belonging in any way incident or appertaining, and all of the rents, issues, and profits which may arise or be had therefrom, and including all heating, plumbing, and lighting fixtures now or hereafter attached, connected, or fitted thereto in any manner; it being the intention of the parties hereto that all fixtures and equipment, other than the usual household furniture, be considered a part of the real estate.

The Mortgagor covenants that it is lawfully seized of the premises hereinabove described in fee simple absolute, that it has good right and is lawfully authorized to sell, convey or encumber the same, and that the premises are free and clear of all liens and encumbrances except as provided herein. The Mortgagor further covenants to warrant and forever defend all and singular the said premises unto the Mortgagee forever, from and against the Mortgagor and all persons whomsoever lawfully claiming the same or any part thereof.

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TO HAVE AND TO HOLD, all and singular the said premises unto the Mortgagee, its heirs, successors and assigns, forever.