

GREENVILLE
JUL 19 11 59 AM '84
DONOR

INTERCREDITOR AGREEMENT

THIS INTERCREDITOR AGREEMENT, made this 10th day of July, 1984, by and between THE CITIZENS AND SOUTHERN NATIONAL BANK OF SOUTH CAROLINA, a national banking association, having a place of business at 47 Camperdown Way, Greenville, South Carolina 29602 (sometimes hereinafter referred to as the "Bank"), and BARCLAYSAMERICAN/BUSINESS CREDIT, INC., a Connecticut corporation, having an office at 129 West Trade Street, Post Office Box 30531, Charlotte, North Carolina 28230 (sometimes hereinafter referred to as "BABC");

WITNESSETH:

WHEREAS, the Bank has loaned Greenville County, South Carolina \$1,200,000.00 pursuant to a Loan Agreement dated as of July 1, 1982, which Loan Agreement has been assigned by Greenville County to Woven Electronics Corporation, a South Carolina corporation (sometimes hereinafter referred to as the "Customer") pursuant to an Assignment of Loan Agreement dated as of July 1, 1982 (such agreement, together with all related documentation, all as in effect from time to time, being hereinafter collectively called the "Bank Documents");

WHEREAS, BABC has entered into a General Loan and Security Agreement with Customer of even date herewith (such agreement, together with all related documentation, all as in effect from time to time, being hereinafter collectively called the "BABC Documents");

WHEREAS, pursuant to the Bank Documents and BABC's Documents, Customer has granted mortgages on and security interests in certain property to the Bank and BABC respectively;

WHEREAS, Customer has entered into a Mortgage and Security Agreement of even date herewith for the benefit of BABC as a part of the BABC Documents (the "BABC Mortgage"); (See REM Bk 1671 at page 896.)

WHEREAS, Customer has entered into a Mortgage dated August 27, 1982, for the benefit of the Bank as a part of the Bank Documents (the "Bank Mortgage"), which was duly recorded on August 28, 1982, in the R.M.C. Office of Greenville County, South Carolina in Book 1578, at Page 891; in the R.M.C. Office of Pickens County, South Carolina in Book 13-S at Page 858, and in the R.M.C. Office of Anderson County, South Carolina in Book 613, at Page 992;

WHEREAS, pursuant to the aforesaid mortgages, Customer has granted liens on certain of its real property situated in Simpsonville, Greenville County, South Carolina, as more particularly described on Exhibit "A" annexed hereto (the "Simpsonville Premises") to BABC and the Bank, and on certain of its real property located in City View, Greenville County, South

GC10 -----3 JUL 10 84 027

19.0000

0
2
5
6

19.0000