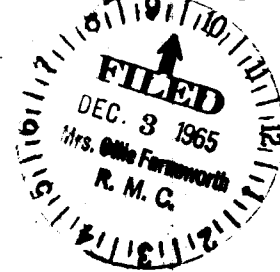


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AMENDMENT OF MORTGAGE

Amendment, made this ^{11th} day of October, 1965, between NALLEY COMMERCIAL PROPERTIES, INC. (hereinafter called the "Mortgagor"), a South Carolina corporation having its principal office at Easley, South Carolina, the party of the first part, and JAMES TALCOTT, INC. (hereinafter called the "Mortgagee"), a New York corporation having its principal office at 1290 Avenue of the Americas, New York, New York, party of the second part.

W I T N E S S E T H :

WHEREAS, the Mortgagor has borrowed certain sums from the Mortgagee, evidenced by a master note ("Master Note") dated February 11, 1965, made by the Mortgagor to the Mortgagee in the principal sum of Two Million (\$2,000,000) Dollars;

WHEREAS, the Master Note was secured by a master mortgage dated February 11, 1965, as amended by amendments dated March 15, 1965, April 6, 1965, April 20, 1965, May 31, 1965, June 7, 1965, July 8, 1965, August 2, 1965 and September 1, 1965, (collectively the "Master Mortgage") and by a mortgage (the "Mortgage") dated June 7, 1965, made by the Mortgagor to the Mortgagee in the principal sum of Two Million (\$2,000,000) Dollars, which Mortgage was recorded June 9, 1965, in Mortgage Book 997, Page 305, of the Clerk of the Court, Greenville, South Carolina.