STATE OF NEW YORK ) : SS.: MORTGAGE OF REAL ESTATE COUNTY OF NEW YORK )

TO ALL WHOM THESE PRESENTS MAY CONCERN:

LINCOLN-WILLOWICK GREENVILLE ASSOCIATES, a South Carolina Limited Partnership, having a place of business at 25 Pelhem Road, Greenville, South Carolina ("Mortgagor") SENDS GREETING:

WHEREAS, Mortgagor is the owner of certain real property located on the north side of Pelham Road through to the south side of East North Street each of the intersection of Pelham Road and East North Street, Greenville, South Carolina, which real property is more particularly described in Schedule "A" attached hereto and made a part hereof ("Premises"); and

WHEREAS, Mortgagor is justly indebted to THE SEAMEN'S BANK FOR SAVINGS, a New York corporation having its principal place of business at 30 Wall Street, New York, New York 10005 ("Mortgagee") in the principal sum of TWO MILLION TWO HUNDRED THOUSAND AND NO/100 DOLLARS (\$2,200,000.00) or so much thereof as may from time to time be advanced, as evidenced by a certain note of even date herewith ("Note") executed by the Mortgagor and delivered to the Mortgagee, and by reference made a part hereof to the same extent as though set out in full herein, said principal sum being payable as set forth in the Note with interest at the rate set forth therein, and all sums, with interest thereon, becoming due or payable under the Note or the provisions hereof (the "Indebtedness"), and secured hereby, the balance of the Indebtedness maturing and being due and payable on the 1st day of February, 1995; and

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