

FILED
GREENVILLE CO. S. C.

P. O. Box 8555
Greenville, S. C. 29604

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

MORTGAGE OF REAL ESTATE

THIS INDENTURE, made this 29 day of October, 1976,
between CAROLINA CARTON CO., a South Carolina corporation, designated as
Mortgagor, and HAROLD D. LONNECKER and JAMES D. CASTEEL, designated as
Mortgagees:

WITNESSETH:

WHEREAS, the Mortgagor is a wholly owned subsidiary of Old Dominion
Box Company, Incorporated, a Virginia Corporation, (hereinafter referred to
as Old Dominion Box Company) and

WHEREAS, the Mortgagor has executed its promissory note to Lonnecker
in the face amount of One Million Two Hundred Eighty Thousand Two Hundred
Thirty-three and No/100 (\$1,280,233.00) Dollars of even date herewith, which
promissory note by reference is incorporated herein and made a part hereof, and

WHEREAS, the Mortgagor has executed its promissory note to Casteel
in the face amount of Five Hundred Fifty-four Thousand Seven Hundred Sixty-
seven and No/100 (\$554,767.00) Dollars of even date herewith, which pro-
missory note by reference is incorporated herein and made a part hereof, and

WHEREAS, the Mortgagor's parent company, Old Dominion Box Company,
has executed its promissory note to Lonnecker in the face amount of One
Hundred Fifteen Thousand One Hundred Sixteen and No/100 (\$115,116.00) Dollars
of even date herewith, which promissory note by reference is incorporated here-
in and made a part hereof, and

WHEREAS, the Mortgagor's parent company, Old Dominion Box Company,
has executed its promissory note to Casteel in the face amount of Forty
Nine Thousand Eight Hundred Eighty-four and No/100 (\$49,884.00) Dollars of
even date herewith, which promissory note by reference is incorporated herein
and made a part hereof, and

WHEREAS, the Mortgagor, the Mortgagees and their respective spouses,
and Old Dominion Box Company did enter into a Stock Purchase Agreement under
date of October 15, 1976, which Agreement by reference is incorporated herein
and made a part hereof, and

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STATE OF SOUTH CAROLINA
SOUTH CAROLINA TAX COMMISSION
DOCUMENTARY
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TAX
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P.B. 11218
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