

SCHEDULE II

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The mortgage granted in the Mortgage and Security Agreement to which this Schedule is attached is subject and subordinate to the following encumbrances:

1. A first mortgage granted to the Life Insurance Company of Virginia on the pieces, parcels or tracts of land described as Parcel B in Schedule I to the Mortgage and Security Agreement to which this Schedule is attached (hereinafter referred to as "Parcel B"), recorded in the RMC Office for Greenville County, South Carolina in Mortgage Book 1401 at Page 79 on June 15, 1977, amended and re-recorded in the RMC Office for Greenville County, South Carolina in Mortgage Book 1419 at Page 459 on December 27, 1977 and re-recorded in the RMC Office for Greenville County, South Carolina in Mortgage Book 1426 at Page 559 on March 21, 1978.
2. A second mortgage granted to the Small Business Administration on the pieces, parcels or tracts of land described as Parcel B recorded in the RMC Office for Greenville County, South Carolina in Mortgage Book 1419 at Page 922 on December 30, 1977.
3. A lease to Metal Products Corporation of a portion of Parcel B recorded in the RMC Office for Greenville County, South Carolina in Deed Book 1058 at Page 590 on June 15, 1977.
4. An assignment of the lease described in paragraph 3 above to The Life Insurance Company of Virginia recorded in the RMC Office for Greenville County, South Carolina in Deed Book 1058 at Page 590 on June 15, 1977.
5. An assignment of rents in connection with the lease described in paragraph 3 above to The Life Insurance Company of Virginia recorded in the RMC Office for Greenville County, South Carolina in Deed Book 1056 at Page 601 on June 15, 1977.
6. A right to move rail cars over rail siding granted to Emery Industries, Inc. recorded in the RMC Office for Greenville County, South Carolina in Deed Book 1069 at Page 252 on November 28, 1977.