

The property hereinabove conveyed is subject to the lien of the First Mortgage made by Atlantic Coast Line Railroad Company, dated March 1, 1950, as supplemented and amended by the parties thereto from time to time, under which mortgage as supplemented and amended United States Trust Company of New York is Corporate Trustee; and the said Trustee, party of the third part, joins herein for the purpose of releasing and does hereby release the property hereby conveyed from the lien of said mortgage as amended and supplemented.

The recitals of fact made herein are to be taken only as recitals made by Seaboard Coast Line Railroad Company and not by the said Trustee.

The said parties of the second part hereby agree, for themselves, their heirs and assigns, as a part of the consideration of this conveyance, to construct within one year from the date hereof on the land hereby conveyed, for occupancy by Bi-Lo, Inc., a warehouse containing a minimum of 160,000 square feet of floor space, and further agree that, if the construction of said warehouse shall not have been completed within said period of one year, the party of the first part shall have the right and option to repurchase the property hereby conveyed, provided notice of intention to do so is extended within ninety (90) days after the expiration of said one-year period, and upon receipt of notice from the party of the first part of its intention to exercise that right and option, the parties of the second part further agree, for themselves, their heirs and assigns, to reconvey promptly the hereinabove described tract of land to the said party of the first part, its successors and assigns, in fee simple, free and clear of all liens and encumbrances, in which event the said party of the first part, its successors or assigns, simultaneously with the execution and delivery to it of the deed of reconveyance, shall pay to the parties of the second part, or to their heirs or assigns, the amount of the accumulated payments on principal (not including interest paid thereon) theretofore made to the party of the first part, without interest.

IN WITNESS WHEREOF the said parties of the first and third parts have caused these presents to be duly executed and their respective corporate seals to be hereunto affixed and to be attested by their respective Assistant Secretaries, the day and year first above written.

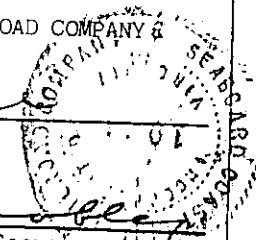
Signed, sealed and delivered in the presence of:

Donald C. Smith
E. J. [Signature]

SEABOARD COAST LINE RAILROAD COMPANY &

By W. T. Rice
W. T. RICE President

Attest: W. T. Marable
W. T. MARABLE Assistant Secretary



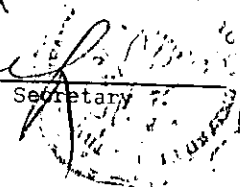
Signed, sealed and delivered in the presence of:

G. Buswell, Jr.
G. BUSWELL, JR.
George J. Marten
GEORGE J. MARTEN

UNITED STATES TRUST COMPANY OF NEW YORK,
Corporate Trustee, as aforesaid.

By [Signature]
Assistant Vice President

Attest: [Signature]
Assistant Secretary



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