

G U A R A N T Y

In consideration of the sum of Ten Dollars (\$10.00) paid by
POTOMAC REALTY CO., a South Carolina corporation,

hereinafter called "Landlord", to WINN-DIXIE STORES, INC., a Florida corporation with its principal office at 5050 Edgewood Court, Jacksonville, Florida 32205, hereinafter called "Guarantor", the receipt and sufficiency whereof are hereby acknowledged, Guarantor does hereby guarantee unto Landlord, its heirs, legal representatives, successors and assigns, the due performance and observance by WINN-DIXIE GREENVILLE, INC., a Florida corporation duly qualified to transact business in the State of South Carolina,

hereinafter called "Tenant", of all the terms, covenants and conditions on the part of Tenant to be performed and observed including, without limitation, payment of rentals under that certain Lease dated July 15, 1960 between Landlord and Winn-Dixie Stores, Inc., as tenant, the interest of Winn-Dixie Stores, Inc., as tenant thereunder, now being vested by mesne assignments in Tenant herein, for the initial term, also for the extension thereof from September 15, 1970 to September 14, 1975, and, if such option be exercised, for the option extension period from September 15, 1975 to September 14, 1980 provided under the attached and foregoing Lease Extension and Amendment, and which Lease covers certain premises located at the Northwest corner of Augusta Road and Potomac Avenue (formerly Hassie Street) in the City of Greenville, County of Greenville and State of South Carolina, more particularly described therein.

IN WITNESS WHEREOF, Guarantor has caused this Guaranty to be executed in its corporate name and its corporate seal to be hereunto affixed and attested by its officers thereunto duly authorized this

7th day of November, 19 68.

Signed, sealed and delivered
 in the presence of:

Kathryn L. Calhoun
Judith W. Dixon

WINN-DIXIE STORES, INC.

By B. L. Moran
 Its President

Attest: [Signature]
 Its Secretary

GUARANTOR

(CORPORATE SEAL)

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