

THIS FIRST AMENDATORY LEASE AGREEMENT, dated as of September 1, 1974 between GREENVILLE COUNTY, a body politic and corporate and a political subdivision of the State of South Carolina, acting by and through its County Council, which is the governing body of said County, party of the first part, and CONN ORGAN CORPORATION, a corporation organized and existing under the laws of the State of Indiana duly qualified to conduct business in the State of South Carolina, party of the second part,

W I T N E S S E T H:

WHEREAS, Greenville County, South Carolina (the "County") and Conn Organ Corporation (the "Lessee") did enter into a Lease Agreement dated as of October 1, 1973 (the "Lease Agreement") in connection with the issuance and sale by the County of \$1,450,000 Greenville County First Mortgage Industrial Revenue Bonds, Series 1973 (Conn Organ Corporation - Lessee); and

WHEREAS, the County and the Lessee desire to amend the Lease Agreement so as to make provision therein for the issuance by the County, at the request of the Lessee, of Additional Bonds in an amount exceeding that now permitted by the Indenture and to refund the Second Series Bonds, (as herein defined) or any Additional Bonds issued thereafter.

NOW THEREFORE, THE PARTIES HERETO AGREE AS FOLLOWS:

Section 1. Section 8.10 of the Lease Agreement is hereby amended as follows:

(a) In the title of said Section 8.10 between the words "improvement" and the word "Bonds", there shall be inserted the words "and Refunding", so that as amended the title of Section 8.10 shall read as follows:

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