

SECOND AMENDMENT TO
EASEMENT AGREEMENT

FILED
S.C.
MAY 18 1979
COLUMBIA COUNTY
SOUTH CAROLINA

THIS SECOND AMENDMENT, made as of the 18th day of May, 1979, by and among HAYWOOD MALL, INC., a Georgia corporation qualified to do business in the State of South Carolina, and MONUMENTAL PROPERTIES TRUST, a trust formed and organized under the laws of the State of Maryland, a joint venture doing business under the name of HAYWOOD MALL ASSOCIATES (herein referred to as the "Developer"), MONUMENTAL CORPORATION, a Maryland corporation, the J. C. PENNEY COMPANY, INC., a Delaware corporation and the J. C. PENNEY PROPERTIES, INC., a Delaware corporation (herein collectively referred to as "Penney"), FEDERATED DEPARTMENT STORES, INC., a Delaware corporation (herein referred to as "Federated"), SEARS, ROEBUCK AND CO., a New York corporation (herein referred to as "Sears"), BELK-SIMPSON COMPANY, a South Carolina corporation (herein referred to as "Belk"); HAYWOOD PROPERTIES, a South Carolina limited partnership (herein referred to as "Haywood"); NEW SOUTH DEVELOPMENT CO., a South Carolina general partnership (herein referred to as "New South") and THE CONNECTICUT GENERAL LIFE INSURANCE COMPANY, a Connecticut corporation (herein referred to as "Lender").

W I T N E S S E T H:

WHEREAS, the Developer, Penney, Federated, Sears, Haywood and New South did make and enter into that certain Easement Agreement dated June 26, 1978, and recorded in Deed Book 1087, page 690 in the Office of the Register of Mesne Conveyances, Greenville County, South Carolina, which Easement Agreement was amended by the original parties thereto by First Amendment to Easement Agreement dated August 30, 1978, and recorded in Deed Book 1087, page 738 in the Office of

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