STATE OF SOUTH CAROLINA)

COUNTY   OF   GREENVILLE)

MODIFICATION, EXTENSION AND SUBORDINATION AGREEMENT

THIS AGREEMENT made the ___23___ day of April, 1980, by and between

Aileen P. Pinckney and Renzie L. Cooper, Jr.,

W I T N E S S E T H :

WHEREAS, Aileen P. Pinckney, heretofore for value received, executed

and delivered her note to Renzie L. Cooper, Jr. in the amount of five thousand

five hundred ($5,500.00) dollars and,

WHEREAS, simultaneously with the execution and delivery of said

note, the said Aileen P. Pinckney executed and delivered as security for said

note a mortgage to Renzie L. Cooper, Jr., being dated February 12, 1979, and

covering tracts numbers 2 and 3 according to a plat entitled "Property of

Renzie L. Cooper" and, *being recorded in the R.M.C. Office for*
Greenville County in REM Vol. 1457 at Page 451,

WHEREAS, Aileen P. Pinckney is desirous of obtaining a loan from

Carolina Federal Savings and Loan Association in the amount of twenty thousand

($20,000.00) dollars and,

WHEREAS, as a condition of said loan, Carolina Federal Savings and

Loan Association requires that the lien of its mortgage be a first mortgage

and,

WHEREAS, it is the wish of the parties hereto to extend, modify and

subordinate the mortgage held by Renzie L. Cooper, Jr.

NOW, THEREFORE, in consideration of the premises and other valuable

consideration satisfactory to the parties hereto, the undersigned agree to

amend the terms of the said note and mortgage described above as follows:

1.   It is agreed that there is presently the sum of five thousand

five hundred ($5,500.00) dollars principal owing on said note and mortgage.

2.   The time for paying said mortgage is hereby extended to one

hundred twenty (120) days from date at which time said note and mortgage will

become due and payable.

3.   Renzie L. Cooper, Jr. does hereby agree to subordinate the lien

of his mortgage from Aileen P. Pinckney to the lien of that certain mortgage

given by Aileen P. Pinckney to Carolina Federal Savings and Loan Association