

FILED
GREENVILLE CO. S. C. FIRST AMENDMENT TO
OCT 28 5 21 PM '83
DONNIE S. JANKENSLEY
R.H.C. THIRD MORTGAGE AND SECURITY AGREEMENT

This First Amendment (the "First Amendment") is made and entered into this 28th day of October, 1983, between and among (i) the First National Bank of Chicago, a national banking association ("the Mortgagee"), (ii) Orchard Park Associates Joint Venture, a South Carolina Joint Venture Partnership (the "Joint Venture") (comprised of Orchard Park Apartments Limited Partnership [the "Hutton Partnership"], AmReal Corporation and N. Barton Tuck, Jr.), and (iii) U.S. Shelter Corporation, a South Carolina corporation ("Shelter").

This First Amendment is made with reference to the following:

A. That certain Third Mortgage and Security Agreement dated July 22, 1983 (the "Third Mortgage"), made by Shelter in favor of Mortgagee, securing a Promissory Note in a face amount of \$1,950,000, and recorded July 22, 1983 in Book 1617 at Page 340, in the Official Records of Greenville County, South Carolina.

B. That certain Assumption Agreement dated concurrently herewith between the Joint Venture and the Mortgagee, whereby the Joint Venture has assumed the loan secured, in part, by the Third Mortgage.

C. The parties desire to amend the Third Mortgage in certain respects, as more particularly set forth below. Any defined terms used in this First Amendment shall, unless otherwise defined, have the same meaning as set forth in the Third Mortgage.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the parties hereto hereby amend the Third Mortgage in the following respects only:

1. In the third paragraph on Page 1, Clause (b)(ii) is deleted in its entirety.

2. Paragraph 2.03 is deleted in its entirety, and the following is inserted in lieu thereof:

2115 A21
102583

1200 3 31A01

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