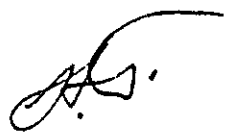


ASSIGNMENT OF LEASE

WHEREAS, Woodmen of the World Life Insurance Society, a Nebraska corporation, has this day loaned to the undersigned, Carolina Insurance and Investment Company, a South Carolina corporation, the sum of Four Hundred Eight Thousand Dollars (\$408,000.00) in consideration of said loan being secured by a first mortgage loan on real property in South Carolina and North Carolina, which property is specifically described in a Mortgage bearing even date herewith.

NOW, THEREFORE, in consideration of the premises and in consideration of One Dollar (\$1.00), receipt of which is hereby acknowledged, Carolina Insurance and Investment Company, as additional security for said loan, hereby assigns, sells and sets over to Woodmen of the World Life Insurance Society all of its right, title and interest in a Lease as Lessor of the property specifically described in the Lease attached hereto and made a part hereof by reference, said Lease being dated March 1, 1960, ~~and being for a term of fifteen (15) years from March 1, 1960,~~ and in which Lease Carolina Scenic Stages is the Lessee. 

It is further understood and agreed that so long as payments are made on the Note secured by the Mortgage hereinabove mentioned, and there are no defaults in the covenants, agreements and conditions on the part of Carolina Insurance and Investment Company under the terms of said Mortgage, said Carolina Insurance and Investment Company shall be entitled to receive all rents and profits under the terms of said Lease, and to have the management

(Continued on Next Page)