

that requirement and has no force or effect until such consent is obtained from said Lessor.

This Assignment is made with the understanding that in the event of a default under said Deed to Secure Debt or Mortgage or in the notes secured thereby, the Assignees shall have the privilege, at their option, of entering into possession of the premises as tenants or lessees in lieu of the Assignor. In the event Assignees become tenants or lessees under such default by the Assignor, said Assignees agree to continue the performance of all of the terms of said lease and to comply with the provisions thereof.

The Assignor does hereby covenant and agree that at and until the execution and delivery of these presents, the Assignor is the true and lawful owner of said lease; that said instrument of lease and said leasehold estate are free and clear from all encumbrances whatsoever; that said lease is in full force and effect; that all rent or other sums payable thereunder up to and including the date hereof, have been paid in full and that no default in the performance of any of the terms, covenants, stipulations or conditions of said lease devolving upon the Assignor, have occurred or existed at the time of the execution and delivery hereof; that should consent hereto by the Lessor under said lease be required, then Assignor shall, upon written request of the Assignees, exert prompt and reasonable efforts to obtain a written consent hereto from said Lessor; and further that the Assignor will warrant and defend said lease and leasehold estate hereby created to the Assignees, their successors and assigns, against the lawful claims and demands of all persons whomsoever claiming by, from, through or under the Assignor.

The covenants herein contained shall bind, and the benefits and advantages shall inure to and be obligatory upon the respective successors and assigns of the parties hereto. It is intended that this Assignment of Lease is made with reference to and shall be construed as a Georgia contract and governed by the laws thereof.

IN WITNESS WHEREOF, the Assignor has caused these presents to be executed by its President, hereunto duly authorized, attested by its

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