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IN WITNESS WHEREOF, the undersigned do hereby set their hands and seals

In the presence of:

J. A. Bolen as Trustee for James W. Vaughn, and J. A. Bolen

COLLEGE PROPERTIES, INC. (SEAL)

BY:

AND

Trading as Batesville Property Associates, a Joint Venture

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

OSEAL)

PROBATE

PERSONALLY appeared before me the undersigned, who after being duly sworn, states that (s)he saw the within named J. A. Bolen, as Trustee for James W. Vaughn, J. A. Bolen and College Properties, Inc. by its authorized officers, trading as Batesville Property Associates, a Joint Venture, sign, seal and as their act and deed, deliver the within restrictive covenants and that (s)he with the other witness subscribed above witnessed the execution thereof.

SWORN to before me this 200

Meller D. Kids

day of July, 1976.

Notary Public for South Carolina

My Commission Expires: 131.78