STATE OF SOUTH CAROLINA )
COUNTY OF GREENVILLE )

COLLATERAL ASSIGNMENT OF LEASES

WHEREAS, THE INVESTMENT GROUP, (hereinafter "TIG"), a South Carolina limited partnership, with its principal place of business in Greenville, in and by its Note of even date herewith, stands indebted unto BELL FEDERAL SAVINGS AND LOAN ASSOCIATION OF INMAN (hereinafter "BELL FEDERAL"), a corporation organized and existing under the laws of the United States, principal and interest being due in such amounts and payable as set forth in said note; and

WHEREAS, Center, Inc. entered into a ninety-nine (99)

year agreement with A. T. Sullivan for certain property situate in

Greenville County, in Deed Book 615 at Page 17 and Center, Inc.'s

interest in such agreement being conveyed by it to TIG by Deed dated

January 29, 1975, recorded in the RMC Office for Greenville County in

Deed Book 1013 at Page 943; and

WHEREAS, before such coveyance by Center, Inc. to TIG,
Center, Inc. leased such property to Shops, Inc. and Shops, Inc. entered
into certain sublease agreements hereinafter described; and

WHEREAS, Shops, Inc. merged into Center, Inc. effective January 31, 1973, pursuant to Articles of Merger recorded in the Office of the RMC for Greenville County in Deed Book 979, at Page 270, Center, Inc. thus succeeding to the rights of lessor under Shops, Inc.'s aforesaid sublease agreements; and

WHEREAS, before its conveyance of the property to TIG,

Center, Inc. entered into certain lease agreements with tenants hereinafter described; and

WHEREAS, by Deed dated January 29, 1975 as aforesaid,

Center, Inc. conveyed all of its right, title and interest in the

premises to TIG, such conveyance transferring Center, Inc.'s interest

in the aforesaid leases made by it and Shops, Inc. with certain tenants

as hereinafter described; and

WHEREAS, TIG itself has executed certain lease agreements covering parts of said property as hereinafter described;

NOW, THEREFORE, KNOW ALL MEN, That said TIG in consideration

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