

STATE OF SOUTH CAROLINA)
 COUNTY OF GREENVILLE)

MEMORANDUM OF GROUND LEASE
 AND OPTION TO PURCHASE

THIS AGREEMENT made and entered into as of this 25th day of January, 1977,
 between T. C. VAUGHN, hereinafter called the Lessor, and M & K PROPERTIES, a
 partnership, hereinafter called the Lessee,

W I T N E S S E T H:

In consideration of the rent and upon the terms and conditions set forth
 in a more detailed form of Lease Agreement bearing even date herewith, between
 the same parties and covering the same property, the Lessor hereby leases unto
 the Lessee, its successors and assigns, and the Lessee hereby accepts as tenant
 the premises situate, lying and being at the Northwestern corner of the inter-
 section of Old Spartanburg Road and Haywood-Howell Road, near the City of Green-
 ville, County of Greenville, State of South Carolina, being more fully
 described as Tracts A, B and C as shown on a plat prepared by W. R.
 Williams, Jr., dated July 17, 1977, entitled "Survey for Tritor, U.S.A.,
 Inc.", recorded in the R.M.C. Office for Greenville County, South Carolina,
 in Plat Book 6-E at page 32, and having such metes and bounds as
 appear thereon, a copy of said plat being attached hereto and made a part hereof.

TO HAVE AND TO HOLD the within described premises subject, however, to the
 terms, conditions and covenants expressed and declared in the aforementioned
 Lease Agreement and Option to Purchase unto the Lessee, its successors
 and assigns, for an initial term of thirty (30) years beginning on April 1,
 1977, as set forth in detail therein, and for three (3) successive renewal
 options of five (5) years each, along with an option to purchase a portion of
 the leased premises as set forth in detail in the said Ground Lease and Option
 to Purchase, unless this Lease and Option to Purchase shall be sooner terminated
 under the terms thereof.

IN WITNESS WHEREOF, T. C. Vaughn has hereunto set his hand and seal and
 M & K Properties has caused these presents to be subscribed by its duly

FILED
 GREENVILLE CO. S. C.

JAN 25 1977

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