

SUBORDINATION, NON-DISTURBANCE AND ATTORNMENT AGREEMENT

THIS AGREEMENT, made this the 13th day of November, 1978, between Life Investors Insurance Company of America, a corporation having its principal place of business at 375 Collins Road Northeast, Cedar Rapids, Iowa, 52406, (hereinafter called "Lender") and Henderson Advertising, Inc., a South Carolina corporation duly organized and existing in accordance with the laws of the State of South Carolina, with its principal place of business in the City of Greenville, South Carolina, 29602, (hereinafter called "Henderson"):

W I T N E S S E T H :

WHEREAS, Lender is about to become the owner and holder of a mortgage dated November 23, 1977, from New South Development, a general partnership, given to secure a note or obligation also dated November 23, 1977, in the amount of \$1,700,000.00, which mortgage is recorded in the Office of the Register of Mesne Conveyances of Greenville County, South Carolina, in REM Book 1416 at Page 871, said mortgage covering the real estate therein more particularly described (and which mortgage is hereinafter called "the mortgage"); and

WHEREAS, Henderson has entered into a lease between New South Development Company, as Landlord, and Henderson, as Tenant, dated November 23, 1977, demising property on which was constructed an office building, located in Pelham Pointe', in the City of Taylors, County of Greenville, State of South Carolina, the leased premises being more particularly described on Exhibit "A", attached hereto and by this reference made a part hereof (hereinafter called the "lease"); and the real estate encumbered by the mortgage being all the leased premises, and which lease, or a short form thereof, has been recorded in the Office of the Register of Mesne Conveyances of Greenville County, South Carolina; and

COPY TO REGISTER

10/1/78

0234

4328 RV-2