

FILED ASSIGNMENT AND ASSUMPTION OF LEASE
GREENVILLE CO. S. C.

BOOK 1152 PAGE 717

JUL 31 11 11 AM '81
AGREEMENT dated July 31, 1981 between
DONNIE S. TANKERSLEY
R.M.C. MACMILLAN, INC. ("Macmillan"), a Delaware corpo-
ration with offices at 866 Third Avenue, New York, New York
10022; and

AVCO CORPORATION ("Avco"), a Delaware corporation
with offices at 1275 King Street, Greenwich, Connecticut 06830.

W I T N E S S E T H :

Macmillan is the assignee of a Lease Agreement dated October 1, 1973, as amended by a First Amendatory Lease Agreement and a Second Amendatory Lease Agreement, each dated September 1, 1974 (hereinafter, collectively, the "Lease"), between Greenville County, South Carolina (the "County"), and Conn Organ Corporation ("Conn Organ"), an Indiana corporation, as Lessee, whereby the County leased to Conn Organ the real property, therein more particularly described, comprising approximately 16.11 acres of land located near the Town of Greer, Greenville County, South Carolina, and the buildings and improvements then existing and thereafter to be constructed thereon, together with the machinery, equipment and related property (therein more specifically described and referred to, collectively, as the "Leased Equipment") for the term and at the rental and subject to each and all the other covenants and conditions more particularly stipulated in the said Lease.

By instrument dated October 17, 1978, effective October 31, 1978, following the merger of Conn Organ into C. G. Conn Ltd. ("Conn"), a Delaware corporation, Conn Organ assigned to Conn all of Conn Organ's rights and interest in the

OCTO --- 1 JUL 31 81 624

S. 0301

4328 RV-2