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GREENVILLE CO. S.C.
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DONNIE S. TANKERSLEY
R.M.C.

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STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

MODIFICATION AGREEMENT

WHEREAS, Bankers Trust of South Carolina (hereinafter the Bank) has heretofore made a loan to Carabo Capital, a South Carolina General Partnership (hereinafter referred to as "Borrower," for which the Borrower has executed and delivered to the Bank the Borrower's Note dated May 13, 1982 in the principal sum of Two Million Nine Hundred Fifty Thousand and no/100 Dollars (\$2,950,000.00) (hereinafter called the "First Note") and various security agreements, real estate mortgages, financing statements, assignments of rents, assignments of life insurance, and related documents (all of which are hereafter referred to as "Security Documents") securing the payment of the First Note; and

WHEREAS the Bank has agreed to make an additional loan to Borrower in the amount of Nine Hundred Fifty Thousand and no/100 Dollars (\$950,000.00) provided certain requirements be met including, among others, (a) the modification of all the Security Documents to secure the repayment of the additional loan, and (b) the modification of the First Note to include a cross default provision with respect to the additional loan.

NOW, THEREFORE, in consideration of the premises and in order to secure the repayment to the Bank of the additional loan of Nine Hundred Fifty Thousand and no/100 Dollars (\$950,000.00) and other valuable consideration, the receipt of which by the Borrower is hereby acknowledged, the parties do hereby agree as follows:

FIRST: The Security Documents are hereby amended and modified so as to include within the obligations secured thereby a note from the Borrower to the Bank in the amount of Nine Hundred Fifty Thousand and no/100 Dollars (\$950,000.00) dated February 15, 1983, payable on demand (hereinafter the Second Note), so that for all purposes hereafter all the Security Documents will secure to the Bank the repayment of the following amounts with interest: (a) the indebtedness evidenced

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