

THIS THIRD SUPPLEMENTAL TRUST INDENTURE, dated as of July 31, 1981, by and between Greenville County, South Carolina (the "County"), a body politic and corporate and a political subdivision of the State of South Carolina, and The South Carolina National Bank, a national banking association duly organized, existing and authorized to accept and execute trusts of the character herein set forth under and by virtue of the laws of the United States, as Trustee (the "Trustee").

## WITNESSETH:

WHEREAS, the County and the Trustee did, as of October 1, 1973, enter into a Trust Indenture providing for the issuance and sale by the County of \$1,450,000 Greenville County, South Carolina First Mortgage Industrial Revenue Bonds, Series 1973 (Conn Organ Corporation -- Lessee) and in connection therewith Conn Organ Corporation ("Conn Organ") executed and delivered a Lease Agreement dated as of October 1, 1973 (the "Lease Agreement") by and between the County and Conn Organ; and

WHEREAS, the County and the Trustee did, as of September 1, 1974, enter into a First Supplemental Trust Indenture and Second Supplemental Trust Indenture providing for the issuance of \$3,200,000 Greenville County, South Carolina First Mortgage Industrial Revenue Bonds, Series 1974 (Conn Organ Corporation -- Lessee) and in connection therewith Conn Organ executed and delivered a First Amendatory Lease Agreement dated September 1, 1974 between the County and Conn Organ and Second Amendatory Lease Agreement dated September 1, 1974 between the County and Conn Organ; and

WHEREAS, by instruments dated October 17, 1978, effective October 31, 1978, following the merger of Conn Organ into C. G. Conn Ltd. ("Conn"), Conn Organ assigned to Conn all its rights and interests under the Lease Agreement, the First Amendatory Lease Agreement and the Second Amendatory Lease Agreement and Conn assumed all obligations of Conn Organ as Lessee; and

WHEREAS, by instruments dated October 8, 1980, effective October 15, 1980, in connection with the liquidation and dissolution of Conn, Conn assigned and transferred to Macmillan its rights and interests under the Lease Agreement as amended by the First Amendatory Lease Agreement and Second Amendatory Lease Agreement, and Macmillan assumed all obligations of Conn as Lessee thereunder; and