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STATE OF SOUTH CAROLINA COUNTY OF GREENVILLE

MAR 79 11 05 AM 194 CORTGA GE AND SECURITY AGREEMENT

TO ALL WHOM THESE PRESENTS MAY CONCERN:

WHEREAS, BEACON PROPERTIES 1-84, LTD., a Georgia limited partnership, (hereinafter called the "Mortgagor"), is justly indebted to CARTERET SAVINGS AND LOAN ASSOCIATION, F.A., a Federal association, (hereinafter called the "Mortgagee"), in and by its certain Mortgage Note (the "Note") in writing, of even date herewith, in the full and just sum of \$4,000,000.00, together with interest thereon at the rate provided in the Note, payable in the manner and at the times set forth in the Note. It is understood and agreed that any interest or other sum not paid when due hereunder or under the Note shall become a part of the principal debt and bear interest at the same rate. And if any portion of principal or interest be at any time past due and unpaid for the space of 15 days/or if default be made and continue for the space of 15 days after written notice in respect to any condition, agreement or covenant contained herein, then the whole amount evidenced by the Note shall become immediately due, at the option of the holder thereof, who may sue thereon or foreclose this Mortgage and Security Agreement (the "Mortgage"); and in case the Note, after its maturity, should be placed in the hands of an attorney for suit or collection, or if before its maturity, it should be deemed by the holder thereof necessary for the protection

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