LOVE, THORNTON, ARMOUNT & THOMASON

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STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

AMENDMENT OF LEASE

THIS AMENDMENT OF LEASE, entered into this day of June, 1975, between the ESTATE OF ELOISE G. WATERS, by its Executor, B. O. THOMASON, JR., of Greenville, South Carolina, hereinafter referred to as "LANDLORD" and PIC 'N PAY SHOES OF GREENVILLE, INC., a South Carolina corporation, hereinafter referred to as "TENANT".

WITNESSETH:

WHEREAS, the parties hereto desire to amend that certain Lease Agreement, dated July 20, 1970, by and between ELOISE G. WATERS (Landlord) and PIC 'N PAY SHOES OF GREENVILLE, INC. (Tenant) relative to the demised premises located at Nos. 11-15 Parkins Mill Road, Greenville, South Carolina; and

WHEREAS, the said B. O. THOMASON, JR. is the duly qualified and acting Executor of the Estate of Eloise G. Waters, and, as such Executor, is fully empowered to enter into this Amendment of Lease; and

WHEREAS, TENANT has heretofore exercised its option to renew the said Lease Agreement for an additional three-year term which began on June 1, 1975, and which will expire on May 31, 1978, at a total rental of \$18,900.00, to be paid at the rate of \$525.00 per month; and

WHEREAS, TENANT desires to make certain improvements to the leased premises, but prior to making such improvements, has requested the option to renew the said Lease Agreement for an additional period of five (5) years; and

WHEREAS, LANDLORD has agreed to such additional option to renew subject to an increase in rent as hereinafter specified.

NOW, THEREFORE, the parties do hereby amend the said Lease Agreement, dated July 20, 1970, by adding the following paragraph to sub-section 4 of the said Lease Agreement:

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