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STATE OF SOUTH CAROLINA COUNTY OF GREENVILLE

PROBATE

PERSONALLY appeared before me the undersigned witness who after being duly sworn states that (s)he saw the within named Corporation, Wendy's of South Carolina, Inc., by its duly authorized officer, sign, seal and as its act and deed deliver the within Reciprocal Easement Agreement and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN TO before me this 2 Not day of poynites (SEAL) Notary Public for South Carolina My Commission Expires: //-21-84

SUBORDINATION

The undersigned, THE LIFE INSURANCE COMPANY OF VIRGINIA, is assignee of a mortgage from C.W.I., a partnership, to First National Bank of South Carolina, in the original principal amount of \$1,125,000.00, recorded in the RMC Office for Greenville County, South Carolina on September 24, 1976 in Mortgage Book 1378 at Page 615 and assigned to assignee on March 31, 1977 by Assignment of Mortgage recorded in such RMC Office on April 1, 1977 in Mortgage Book 1393 at Page 415. For valuable consideration, the undersigned does hereby agree to subordinate its lien under such mortgage to the aforegoing Reciprocal Easement Agreement.

WITNESS:

THE LIFE INSURANCE COMPANY OF VIRGINIA

VICE President

COMMONWEALTH OF VIRGINIA) COUNTY OF HEDCICO)

PROBATE

PERSONALLY appeared before me the undersigned witness who after being duly sworn states that (s)he saw The Life Insurance Company of Virginia, by its duly authorized officer, sign, seal and as its act and deed deliver the within Subordination and that (s)he, with the other witness subscribed above, witnessed the execution thereof.

SWORN TO before me this 25° day of Carc Ber, 1977.

Betsy B. Hyatt

Notary Public for Commonwealth

Sexupposition City of Richmond with power to act in County & State

My Commission Expires: