STATE OF SOUTH CAROLINA) COUNTY OF GREENVILLES)

TO ALL WHOM THESE PRESENTS MAY CONCERN:

This mortgage, made this the 9th day of September 1963, by MAIN-OAK INN CORPORATION, a South Carolina corporation owning property and having its principal place of business in Greenville, South Carolina, and L.F. MATTHEWS, RONALD L. KIRKPATRICK and HAROLD MATTHEWS, of Memphis, Tennessee, D.M. CAROTHERS, of Houston, Texas, and JAMES C. BERRY, of Chattanooga, Tennessee, a partnership, hereinafter called the Mortgagor, (whether one or more persons),

Witnesseth:

WHEREAS, MAIN-OAK INN CORPORATION is justly indebted to THE SOUTH CAROLINA NATIONAL BANK OF CHARLESTON, Greenville Branch, in the sum of Four Hundred Thousand and No/100ths (\$400,000.00) Dollars, and has agreed to pay the same with interest thereon, according to the terms of a certain promissory note in writing even date herewith, to which note reference is specifically made, providing for the payment thereof in quarterly installments at the office of THE SOUTH CAROLINA NATIONAL BANK OF CHARLESTON, Greenville Branch in Greenville, South Carolina, or at such other place as the holder hereof shall designate in writing, the last of which installment is due and payable on the lst day of September 1973.

All installments of principal and all interest and payable in lawful money of the United States of America; and in the event default is made in the payment of any installment or installments, or any part thereof, as therein provided, the same shall bear simple interest from the date of such default until paid at the rate of seven (7%) per centum per annum.