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STATE OF SOUTH CAROLINA )

SUBORDINATION

COUNTY OF GREENVILLE )

FOR VALUE RECEIVED, the undersigned being the partial owner and holder of that certain mortgage executed by The Worthy Group, Limited Partnership, dated February 19, 1974, in the original principal sum of \$1,850,000.00, pursuant to assignment dated which assignment is of record in the Office of the RMC for Greenville County, South Carolina in REM Book 1371 at Page 856, covering 125.55 acres on Webb Road, Greenville County, South Carolina, being the identical property conveyed to The Worthy Group, Limited Partnership, by deed of Micco Corporation, dated December 28, 1973, and recorded in the R.M.C. Office for Greenville County, South Carolina in Deed Book 991, at Page 490, does hereby subordinate and postpone the lien of said mortgage to the lien of that certain mortgage of The Worthy Group, Limited Partnership, dated December 20, 1976, to Marica, Inc., in the original principal sum of \$445,000.00 and covering the premises hereinabove described so that the last mentioned mortgage shall be a first prior lien to and over the within described premises.

(Mortgage Book 1302 Page 109)
ALSO, FOR VALUE RECEIVED, the undersigned being the owner and holder of that certain loan agreement and option to purchase real estate by and between First Piedmont Mortgage Company, Inc., a South Carolina corporation and The Worthy Group, Limited Partnership, a copy of which is in the possession of First Piedmont Mortgage Company, Inc., whose address is P. O. Box 10207, Greenville, South Carolina 29603, said loan agreement and option to purchase real estate evidenced by a memorandum of same, executed by the parties on February 15, 1974, recorded in the RMC Office for Greenville County in Deed Book 994, at Page 05, does hereby subordinate said loan agreement and option to purchase real estate to the lien of that certain mortgage of The Worthy Group, Limited Partnership, dated December 20, 1976, to Marica, Inc., in the original principal sum of \$445,000.00 and covering the premises hereinabove described so that the last mentioned mortgage shall be a first prior lien to and over the within described premises. (Nortgage Book 1385 Page 801)

IN WITNESS WHEREOF, the undersigned has executed these presents this 2/ day of December, 1976.

In the presence of:  July A. Delleur	Ben F. Tipton
STATE OF SOUTH CAROLINA )	PROBATE
COUNTY OF GREENVILLE )	INODAIL

PERSONALLY appeared before me the undersigned witness and made oath that (s)he saw the within named Ben F. Tipton , sign, seal and as his 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 2/5/
day of December, 1976.

(LS)

Notary Public for South Carolina (LS)

My Commission Expires:

18539