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FILED GREENVILLE CO. S. C.

THIS AGREEMENT, made and entered into this 79 day of March, 1971, among STAR THEATRES, INC., a South Carolina corporation (hereinafter referred to as "Star Theatres"); STAR ENTERPRISES, INC., a South Carolina corporation (hereinafter referred to as "Star Enterprises"), and EIGHT ASSOCIATES, INC., a South Carolina corporation (hereinafter referred to as "Eight Associates"), which latter corporation is a wholly-owned subsidiary of Star Enterprises, Inc.;

WITNESSETH:

ment to agreement

WHEREAS, Star Theatres is the owner of a certain piece, parcel or lot of land situate on the east side of Winterberry Court, shown on plat of property of Star Enterprises, Inc., Star Theatres, Inc., and Eight Associates, Inc., prepared by John E. Woods, RLS, dated March 1971, recorded in the office of the R.M.C. for Greenville County in Plat Book ______4J, page ____35 _____, designated on said plat as Parcel A; and

WHEREAS, Star Enterprises is the owner of certain pieces, parcels or tracts of land situate on the east side of Winterberry Court, the north side of Cleveland Street and the west side of South Carolina Highway 291 (also known as South Pleasantburg Drive), designed on said plat as Parcels B, C, D and E; and

WHEREAS, Eight Associates is the owner of certain pieces, parcels or tracts of land situate on the east side of Winterberry Court and the west side of South Carolina Highway 291 (also known as South Pleasantburg Drive), designated on said plat as Parcels F and G; and

WHEREAS, said parties deem it advisable to establish certain common facilities for the use of said parties and their successors and assigns:

NOW, THEREFORE, KNOW ALL MEN BY THESE PRESENTS that in consideration of the premises and the mutual covenants and