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STATE OF SOUTH CAROLINA )

COUNTY OF GREENVILLE )

ASSIGNMENT OF LEASES, RENTS & PROFITS

THIS AGREEMENT made this \_\_\_\_\_\_ day of December, 1971, by and between ARNOLD BERNSTEIN and WILLARDEAN B. BERNSTEIN (hereinafter referred to as the Borrowers) and C. DOUGLAS WILSON & COMPANY and LIFE INSURANCE COMPANY OF GEORGIA, or either of them (hereinafter referred to as the Lenders); WITNESSETH:

FOR VALUABLE CONSIDERATION, receipt of which is hereby acknowledged, and as additional security for a loan as hereinafter mentioned, the Borrowers hereby sell, transfer, set over and assign unto the Lenders, its successors and assigns, all the right, title and interest of the Borrower in and to the rents, issues, profits, revenues, royalties, rights and benefits from the following described property:

Commencing at an iron pin on the eastern side of Pleasantburg Drive (S. C. Highway 291) in said County and a corner with lands of Vandiver and Sullivan and Reproco, Inc.; thence N 85-35 E. for a distance of 125 feet to the point of beginning; thence S 5-19 E for a distance of 200 feet to a point on the northern side of a 50 foot street; thence with the northern side of said 50 foot street S 83-35 W for a distance of 50 feet to a point; thence N 5-19 W for a distance of 50 feet to a point; thence N 5-19 W for a distance of 200 feet to the point of beginning. The area included to measure in the shape of a rectangle 50 feet by 200 feet.

And to that end, the Borrowers hereby assign and set over unto the Lender, its successors and assigns, all leases of said premises executed or delivered, whether written or verbal, or to be hereinafter made, be the same written or verbal, including specifically without limiting the generality hereof, the leases listed on Exhibit "A" attached hereto and made a part hereof.

It is understood and agreed that the Lenders shall not exercise any of its rights under this Assignment of rents unless

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