

shall be bound to Mortgagee under all of the terms, covenants and conditions of the Lease for the balance of the term thereof remaining and any extensions or renewals thereof which may be affected in accordance with any option therefor in the Lease, with the same force and effect as if Mortgagee were the Landlord under the Lease, and Tenant does hereby attorn to Mortgagee as its Landlord, said attornment to be effective and self-operative without the execution of any further instruments on the part of any of the parties hereto immediately upon Mortgagee's succeeding to the interest of the Landlord in the Premises. If Mortgagee shall, pursuant to the Assignment of Landlord's interest in the Lease with respect to the Lease, elect to require Tenant to pay to Mortgagee the rental and other charges payable by Tenant under the Lease, Tenant shall, until Mortgagee shall have cancelled such election, be similarly bound to Mortgagee and shall similarly attorn to Mortgagee as its Landlord.

4. Tenant agrees with Mortgagee that if Mortgagee shall succeed to the interest of Landlord under the Lease, Mortgagee shall not be (a) liable for any action or omission of any prior landlord under the Lease, or (b) subject to any offsets or defenses which Tenant might have against any prior landlord, or (c) bound by any rent or additional rent which Tenant might have paid for more than the current month to any prior landlord <sup>(except percentage rent and additional rent which should be rightfully refunded to Tenant)</sup> or (d) bound by any amendment or modification of the Lease made without Mortgagee's consent. Tenant further agrees with Mortgagee that Tenant will not voluntarily subordinate the Lease to any lien or encumbrance without Mortgagee's consent.

5. Tenant hereby agrees that any person or entity which at any time hereafter becomes the Landlord under said Lease, including, without limitation, Mortgagee and the purchaser at the foreclosure sale, shall be liable only for the performance of the obligations of the Landlord under