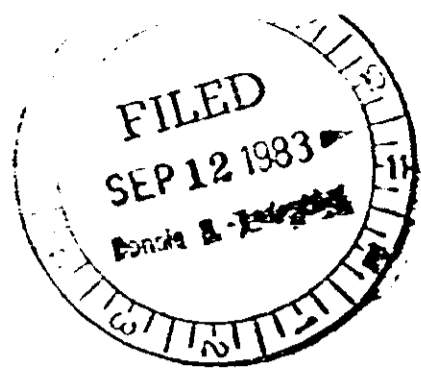


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Greenville, SC, SO.
M-4003

DECLARATION OF LICENSE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS: that HOWARD JOHNSON COMPANY, a Maryland corporation, hereinafter referred to as the "Company" and HASMUKH P. RAMA, 281 Clearlake Drive, Nashville, Tennessee 37127 and JIM GREENVILLE, INC., a South Carolina corporation, with its principal place of business at Diran Executive Plaza, 850 South Pleasantburg Drive, Greenville, South Carolina 29607, jointly and severally, hereinafter referred to as the "Licensee", do hereby certify unto whom it may concern, and the world will take notice, that under date of July 28, 1983, the said Company and Licensee made and entered into a certain License Agreement covering the following described premises:

SEE ATTACHED EXHIBIT A.

That said License Agreement is now in effect and is for a term beginning May 3, 1983 and ending June 30, 1990 with the right and privilege to extend unless sooner terminated in accordance with the provisions in said License Agreement; that said License Agreement contains the entire contract between the parties, including the royalty fee to be paid, a provision restricting the sale, lease, alienation and use of the premises and prohibiting the sale, pledge, hypothecation, assignment or transfer of Licensee's interest in said License Agreement without written consent of the Company, a provision limiting the Company's liability for any debts incurred on behalf of the premises or business thereon, and other provisions and covenants as regulate and govern the relationship between the

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