

6. Binding Effect and Assignment. This Agreement shall be binding upon and shall inure to the benefit of the parties hereto and their respective successors and assigns. It is expressly understood and agreed that this Agreement and all of Operator's interests herein may be assigned, pledged, mortgaged and hypothecated by Operator, and any such lender or assignee shall have the right to exercise all rights and remedies of Operator herein.

7. Notices. Except as may be otherwise specifically provided in this Agreement, all notices required or permitted hereunder shall be in writing and, unless personal delivery is effected, shall be deemed delivered when deposited in the United States Mail, postage prepaid, registered or certified mail, return receipt requested, addressed as follows:

(a) Operator:

Universal Cable Services
2848 Interstate I-85 South, Suite F
Charlotte, North Carolina 28209

(b) Owner:

U.S. Shelter Corporation
1000 Executive Center Drive
Post Office Box 6725
Greenville, S. C. 29606

With Copy To:

Kavanagh Ltd.
1000 Executive Center Drive
P. O. Box 1513
Greenville, South Carolina 29606

IN WITNESS WHEREOF, Owner and Operator have caused this Agreement to be executed and sealed pursuant to corporate authority duly given, as of the day and year first above written.

WITNESSES:

Wendell B. Bee
Ann K. Collins

WITNESSES:

Wendell B. Bee
Ann K. Collins

WITNESSES:

Wendell B. Bee
Ann K. Collins

OWNER: U. S. Shelter Corporation

By:

By:

William N. Page

ATTEST:

OPERATOR: UNIVERSAL CABLE SERVICE .
 (A General Partnership)

SUNBELT CABLE SERVICES, INC.
 (Partner)

By:

President

ATTEST:

KAVANAGH LTD.
 (Partner)

By:

President

ATTEST: