

FILED
GREENVILLE CO. S. C.
STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE)
DONNIE S. WALKER
R.H.C.
AMENDMENT
of
JOINT VENTURE AGREEMENT

WHEREAS, WOODFIELD LAND COMPANY, a South Carolina General Partnership, whose partners are Westminster Co., Inc., Dee A. Smith, and Loyd G. Boyer (hereinafter referred to as "Woodfield" and/or "Owner"); WESTMINSTER CO., INC., a North Carolina corporation, (hereinafter referred to as "Westminster"); and EASLAN CAPITAL, INC., a South Carolina corporation, (hereinafter referred to as "Easlan" and/or "Developer"; have heretofore entered into an Agreement dated May 31, 1983 with respect to the development of a shopping center project on Pelham Road in Greenville County, South Carolina; and

WHEREAS, it has subsequently come to the attention of the parties that the written agreement dated May 31, 1983 does not accurately recite their mutual intention and understanding with respect to the contributions of funds for land acquisition in paragraph (4) of said agreement and with respect to the distribution of cash proceeds from the operation and sale and/or refinancing of the project in paragraph (12) of said agreement; and

WHEREAS, the parties now desire to amend said agreement to accurately recite their intention and understanding as to these matters;

NOW, THEREFORE, in consideration of the premises, the parties do hereby agree to amend and by these presents do hereby amend the aforesaid written agreement dated May 31, 1983 as follows:

FIRST: Paragraph (4) of the Agreement dated May 31, 1983 is amended to read as follows:

"(4) Westminster agrees to provide to Woodfield all necessary funds (in addition to the \$90,000.00 paid by Developer) whether by a mortgage loan or otherwise, to fund the expenses of the Project and the improvements to be constructed thereon, including, but not limited to funds for the complete cost

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