

sale of the Premises shall be insufficient to pay in full the indebtedness secured by this Mortgage and evidenced by the Note secured by this Mortgage and satisfy any such liabilities or obligations otherwise arising under them, Mortgagor, Mortgagor's partners, and their respective successors and assigns shall not be held personally liable or responsible for the payment of any such deficiency.

17. Notwithstanding anything contained herein to the contrary, this Mortgage is subject to a certain First Mortgage of Real Estate executed by Mortgagor in favor of Runion-Williams, dated of even date herewith, recorded in Mortgage Book 1554, page 161, et seq., Greenville County, South Carolina records, securing a certain Non-Recourse First Mortgage Promissory Note dated of even date herewith, in the original principal amount of \$2,000,000.00, executed by Mortgagor in favor of Runion-Williams, and a certain Second Mortgage of Real Estate executed by Mortgagor in favor of Runion-Williams, dated of even date herewith, recorded in Mortgage Book 1554, page 172, et seq., said records, securing a certain Non-Recourse Second Mortgage Promissory Note dated of even date herewith, in the original principal amount of \$650,000.00, executed by Mortgagor in favor of Runion-Williams.

IN WITNESS WHEREOF, the undersigned Mortgagor, Bent Oak Associates, has caused this instrument to be duly executed, sealed, and delivered this 1 day of October, 1981.

Signed, sealed, and delivered in the presence of:

Sanford H. Zlatoff
Witness

Catherine Schaffnazzick
Witness

BENT OAK ASSOCIATES, a South Carolina limited partnership, acting by and through its corporate general partner, The Pacific Income Plan of California, a California corporation

BY: THE PACIFIC INCOME PLAN COMPANY OF CALIFORNIA, general partner

By: J. Robert Love
J. Robert Love,
Vice President

(CORPORATE SEAL)

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

PERSONALLY appeared before me CATHERINE SCHAFFNAZZICK and made oath that (s)he saw the within named J. Robert Love, as Vice President of The Pacific Income Plan Company of California, general partner of Bent Oak Associates, a South Carolina limited partnership, sign, seal, and, as the act and deed of The Pacific Income Plan Company of California, as corporate general partner of Bent Oak Associates, deliver said Mortgage, and that (s)he, with SANFORD H. ZATCOFF, witnessed the execution thereof.

Sworn to before me this 1 day of October, 1981.

Robert Love
Notary Public

(NOTARY SEAL)

My Commission Expires: 1-19-90