

WHEREAS, the Lessee made the necessary arrangements with the County and the Mortgagee to refund the Bond Anticipation Note of 1979 and to satisfy the Mortgage of 1979, through an Amendment to the Lease Agreement, dated as of November 1, 1980, and the issuance of a \$3,500,000 Greenville County, South Carolina, Industrial Revenue Bond Anticipation Note, Series 1980 (Allied Products Corporation - Lessee), maturing December 1, 1981 (the Bond Anticipation Note of 1980), in anticipation of the issuance of the Bonds, and for the giving of a Mortgage, dated as of November 1, 1980, from the County to the Mortgagee, recorded in the Office of the Register of Mesne Conveyances for Greenville County, South Carolina, on December 4, 1980 in Volume 1526, at Page 536 (the Mortgage of 1980), as security for the Bond Anticipation Note of 1980); and

WHEREAS, the Lessee has now made the necessary arrangements with the Mortgagee and the County to refund the Bond Anticipation Note of 1980 and to satisfy the Mortgage of 1980 through a second amendment to the Lease Agreement, dated as of November 1, 1979, and the issuance of a \$3,500,000 Greenville County, South Carolina, Industrial Revenue Bond Anticipation Note, Series 1981 (Allied Products Corporation - Lessee), maturing December 1, 1982, in anticipation of the issuance of the Bonds and for the giving of the within mortgage (the Mortgage) as security for the Bond Anticipation Note of 1981; and

WHEREAS, the execution and delivery of this Mortgage and the issuance of the Bond Anticipation Note of 1981, to refund the Bond Anticipation Note of 1980 have been authorized by an Ordinance, duly enacted by the Greenville County Council of Greenville County, South Carolina, and, in