AUG 9 1965

STATE OF SOUTH CAROLINA MAS. Office Farnsworth AMENDMENT TO LEASE COUNTY OF GREENVILLE \

THIS AGREEMENT made and entered into this /st day of December, 1964, by and between THE SOUTH CAROLINA NATIONAL BANK OF CHARLESTON, GREENVILLE, SOUTH CAROLINA, as Trustee under the Will of Fred W. Symmes, deceased, a national banking corporation, F. M. W. CORPORATION, K. M. W. CORPORATION, and A.J. G. CORPORATION, South Carolina corporations (all to be addressed at Trust Department, South Carolina National Bank, Post Office Box 969, Greenville, South Carolina) hereinafter collectively called the "Landlord" and J. C. PENNY COMPANY, a Delaware corporation with offices at No. 330 West 34th Street, New York 1, N. Y., hereinafter called the "Tenant".

## WITNESSETH:

WHEREAS, by Indenture of Lease dated the 29th day of January, 1954, there was demised and leased to Tenant certain premises situated in the City of Greenville, County of Greenville, and State of South Carolina, which are now occupied by Tenant at the northeast corner of N. Main and E. Washington Streets, which lease, by its terms and by the terms of any agreement or agreements supplementary thereto, will expire on the 30th day of November, 1979, and

WHEREAS, it is intended hereby to amend said lease in the particulars hereinafter set forth;

NOW, THEREFORE, in consideration of the mutual covenants herein contained, Landlord and Tenant do hereby covenant and agree as follows:

(Continued on next page)