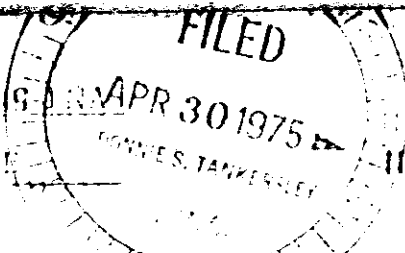


STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE



VEL 1017 PAGE 513

MEMORANDUM OF LEASE

THIS INDENTURE, made and entered into this 39 day of April, 1975, by and between

TRAVELERS REST PLAZA, INC.

hereinafter referred to as the "LANDLORDS", and
FAMILY DOLLAR STORES OF TRAVELERS REST, S.C., INC.
hereinafter referred to as the "TENANT";

WITNESSETH:

THAT the LANDLORDS, in consideration of the rents reserved, hereinafter referred to, and of the terms, covenants and conditions hereinafter mentioned, did on July 1, 1967 demise and lease unto the TENANT, the following described property:

That certain store building located in the Travelers Rest Plaza, Travelers Rest, South Carolina, being approximately 53' x 111', adjoining the Bi-Lo Super Market, together with the right, in common with other Tenants, to use the parking area in front and adjacent to said premises and the parking area now used in connection with said shopping center.

TO HAVE AND TO HOLD said demised premises for an initial term ending on the 31st day of December, 1969, upon the rents, terms, covenants and conditions contained in a certain Collateral Agreement or Indenture Of Lease between the parties and bearing date of July 1, 1967, which said Collateral Agreement or Indenture Of Lease is incorporated herein by reference, and the TENANT has been and is hereby granted, in accordance with the terms of said Indenture Of Lease, nine (9) successive options to extend the term of said Lease for a period of two (2) years on each option.

IN WITNESS WHEREOF, this indenture has been duly executed by said parties, in manner and form provided by law, this the day and year first above written.

TRAVELERS REST PLAZA, INC.

WITNESSES:

Madysa H. Wood

Wilma H. Tolson

George Coleman
President

ATTEST:

George Coleman
Secretary

FAMILY DOLLAR STORES OF TRAVELERS REST, S.C., INC.

Janice B. Burris

Hilda E. Hyzer

Leon Lewis
President

ATTEST:

Janice M. Harrison
Secretary



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