

EXHIBIT D

1984 10 30

GUARANTY AGREEMENT

THIS GUARANTY AGREEMENT (the "Agreement") made and entered into as of the 1st day of June, 1978, by and between AMERICAN HARDWARE SUPPLY COMPANY (the "Lessee"), a corporation duly organized and existing under the laws of the State of South Carolina being sometimes hereinafter referred to as the "Guarantor", and PITTSBURGH NATIONAL BANK, a national banking association duly organized and existing under the laws of the United States of America, its successors and assigns, hereinafter referred to as the "Bank";

W I T N E S S E T H :

WHEREAS, Greenville County, a public body corporate and politic duly organized and existing under the laws of the State of South Carolina (the "County"), intends to issue its Greenville County, South Carolina, First Mortgage Industrial Revenue Note, Series 1978 (American Hardware Supply Company-Lessee) in an aggregate principal amount of \$2,000,000 (the "Note"); and

WHEREAS, the proceeds derived from the issuance of the Greenville County Note above described are to be applied to the cost of the acquisition, construction and equipping of certain warehousing and distribution facilities in Greenville County, South Carolina (the "Project") for the use and benefit of the Guarantor; and

0 3 3 0

4328 RV-2