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STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

MEMORANDUM OF LEASE

STANLEY G. TATE AND EDWARD L. DENISON, d/b/a INVESTMENTS
DIVERSIFIED LIMITED hereby lease to THE CATO CORPORATION, Post Office
Box 2416, Charlotte, North Carolina 28234, for a term beginning October 1, 1978,
and ending January 31, 1984, certain property measuring approximately
80 feet by 25 feet, more particularly described as follows:

Those certain premises, now or hereafter to be erected
in the Greer Plaza Shopping Center (herein called the
"Shopping Center") in the City of Greer, County of
Greenville, and State of South Carolina, which premises
consist of a store having a width of 25 feet approximately,
front and rear, from center wall to center wall, by a
depth of 80 feet, approximately, measured from the front
building line to the rear building line, containing an
area of approximately 2,000 square feet, herein called
"the leased premises" or "demised premises". The boundaries
and location of the leased premises are outlined in red
or identified by cross-hatching on the site plan of the
Shopping Center, which is marked Exhibit "A" attached hereto
and made a part hereof.

The use and occupation by the Tenant of the leased premises
shall include the use in common with others entitled
thereto of the common areas, employees' parking areas,
service roads, loading facilities, sidewalks and customer car
parking areas shown and depicted on "Exhibit A" and other
facilities as may be designated from time to time by the
Landlord, subject, however, to the terms and conditions of
this agreement, and to reasonable rules and regulations for
the use thereof, as prescribed from time to time by the Owner.

Lessee has the option to extend the term of this lease to
January 31, 1999.

Provisions set forth in a written Lease Agreement between the
parties dated the 23rd day of September, 1978, are hereby incorporated
in this Memorandum.

IN WITNESS WHEREOF, the parties hereto have hereunto executed this
Agreement, and affixed their respective seals thereto as of this
the 30 day of September, 1978.

S. L. Steiner
Witness

Edche Wama
Witness

S. L. Steiner
Witness

Edche Wama
Witness

LESSOR: INVESTMENTS DIVERSIFIED
LIMITED

Ed L. Denison (SEAL)

Stanley G. Tate (SEAL)

LESSEE: THE CATO CORPORATION

BY: W. H. Cato, Jr. (SEAL)
W. H. Cato, Jr., President

Manana R. Kemmery
Witness

[Signature]
Witness

ATTEST:

[Signature]
Secretary

GCTO ----- 002378 647 2.5001

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