

between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and Federated Department Stores, Inc., dated August 30, 1978, recorded September 15, 1978, in Deed Book 1087, Page 880, aforesaid records; and First Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and Sears, Roebuck and Co., dated August 30, 1978, recorded September 15, 1978, in Deed Book 1087, Page 946, aforesaid records; and Second Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and Federated Department Stores, Inc., dated May 15, 1979 and being recorded in the aforesaid records; and Second Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and Sears, Roebuck and Co., dated May 15, 1979 and being recorded in the aforesaid records.

Belk hereby consents to the execution and delivery of First Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and J. C. Penney Company, Inc. and J. C. Peaney Properties, Inc., dated August 30, 1978, recorded September 15, 1978, in Deed Book 1087, Page 805, aforesaid records; and First Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint venture doing business as Haywood Mall Associates and Federated Department Stores, Inc., dated August 30, 1978, recorded September 15, 1978, in Deed Book 1087, Page 880, aforesaid records; and First Amendment to Supplemental Operating Agreement between Haywood Mall, Inc. and Monumental Properties Trust, a joint