

the Register of Mesne Conveyances, Greenville County, South Carolina (the Easement Agreement, as amended, is herein referred to as the "Easement Agreement"); and

WHEREAS, the Developer has acquired the fee simple title to that certain property identified as (i) the "Belk Fee Parcel" (herein referred to as the "Belk Fee Parcel") and more particularly described in Exhibit "I" attached hereto and by this reference incorporated herein and made a part hereof and (ii) "Site B of the Developer Fee Parcel" (herein referred to as "Site 'B'") and more particularly described in Exhibit "A" attached hereto and by this reference incorporated herein and made a part hereof; and

WHEREAS, Belk has acquired from the Developer and now owns (i) the fee simple title to the Belk Fee Parcel and (ii) a leasehold estate (herein referred to as the "Belk Leasehold Parcel") in that portion of the land identified as the "Belk Leasehold Parcel" and more particularly described in Exhibit "I" hereof (the Belk Fee Parcel and the Belk Leasehold Parcel are herein collectively referred to as the "Belk Site"); and

WHEREAS, the parties hereto desire (i) to exclude from the Developer Site, as that term is defined in the Easement Agreement, the Belk Leasehold Parcel and (ii) to include as part of the Developer Site, Site "B"; and

WHEREAS, the parties hereto desire that the term "Site", as that term is defined in the Easement Agreement, be amended to include and incorporate the definition of the Developer Site and the Belk Site, as the definition of those terms are modified or defined by the respective additions and deletions thereto set forth in this Second Amendment; and

WHEREAS, the Developer, Penney, Federated, Sears and New South desire to convey for the benefit of the Belk Fee Parcel and Site "B", certain easements and rights of use

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