

3. Subject to the terms of Paragraph 4 hereof, the Corporation and the Trust do hereby ratify and confirm the following document and hereby further attest that each has authorized the due execution of the following document:

Deed from Monumental Corporation, Monumental Properties Trust, and Haywood Mall, Inc. to Sears, Roebuck and Co. dated as of June 23, 1978, recorded September 15, 1978 in Deed Book 1087, Page 535, aforesaid records.

4. Pursuant to an unrecorded agreement between the Corporation and the Trust, effective July 1, 1978, the Corporation, retaining only legal title, transferred to the Trust all of the Corporation's beneficial right, title and interest to the property described in the documents listed in Paragraphs 1, 2 and 3 of this instrument, formerly owned by Monumental Haywood, Inc. Therefore, the Corporation joins herein for the sole purpose of ratifying and confirming such documents in order to subject all of its right, title and interest in the property described in those documents to the effect of such documents and expressly disclaims all personal liability for any obligation, monetary or otherwise, imposed by such documents, such liability to be assumed entirely by the Trust as provided in such documents.

No trustee, officer, employee, representative or agent of the Monumental Properties Trust and no holder of Trust Units shall be held to any personal liability in connection with this instrument or any obligation entered into, by or on behalf of the Trust, and only the property of the Trust shall be available for the satisfaction of Trust obligations.

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