

subsidiary of Robert Hall Clothes, Inc. (hereinafter referred to collectively as the Lessees), and (iii) an Assignment of the Leases from the Company to the Trustee (Assignment), and

WHEREAS, Robert Hall Clothes, Inc. and all of its subsidiaries, including the Lessees, have filed under Chapter XI of the Federal Bankruptcy Act in the United States District Court for the Southern District of New York and the Court has rejected and disaffirmed the Leases for that part of the Property listed on Schedule A, as marked thereon and may in the future reject additional Leases with respect to the Property (hereinafter referred to collectively as Rejected Leases), and affirmed those Leases so noted on Schedule A (hereinafter referred to collectively as Affirmed Leases), and

WHEREAS, the rejection and disaffirmance of the Leases, filing of bankruptcy and subsequent failure to pay the installments of principal and interest on the Mortgage Note, failure to pay real estate taxes on the Property and the failure to comply with certain other covenants and conditions of the Mortgage constitute a default under the Mortgage, and

WHEREAS, the Owners wish to cure all defaults under the Mortgage which are susceptible of cure by them.

NOW, THEREFORE, in consideration of Ten Dollars (\$10) and other good and valuable consideration the receipt and sufficiency of which is hereby acknowledged, and for the purposes of inducing the Trustee to execute and deliver this Agreement,