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SURRENDER AND CANCELLATION OF LEASE AGREEMENT

THIS AGREEMENT, made this 1st day of January, 1980 by and between THE ATLANTIC LAND & IMPROVEMENT COMPANY hereinafter called the Lessor and THE GREAT ATLANTIC & PACIFIC TEA COMPANY, INC., a Maryland corporation with offices at 2 Paragon Drive, Montvale, New Jersey 07645 hereinafter called the Lessee.

W I T N E S S E T H:

WHEREAS, P and N Realty Company, as lessor, and The Great Atlantic & Pacific Tea Company, Inc., a Maryland corporation, as lessee, did enter into a lease dated November 23rd, 1966, which lease was amended, supplemented and extended by Supplemental Lease Agreement dated November 22nd, 1967 (hereinafter collectively called the "Lease"), for the premises (hereinafter called the "Premises") commonly known as 210 Commerce Road, Greenville, South Carolina and more particularly described in the Lease; and

WHEREAS, Lessor herein has succeeded to the interest of P and N Realty Company; and

WHEREAS, notwithstanding the commencement and expiration dates set forth in the Lease, Lessor and Lessee desire to cancel and terminate the Lease and all rights and obligations of Lessor and Lessee thereunder as of December 31st, 1979.

NOW, THEREFORE, in consideration of the sum of ONE HUNDRED THOUSAND DOLLARS (\$100,000) receipt and adequacy of which are hereby acknowledged by Lessor, Lessor and Lessee agree as follows:

1. Lessee hereby grants and surrenders and by these presents does hereby give, grant and surrender the Premises unto Lessor, its heirs, executors, administrators, successors and assigns, and all the estate, right and interest of Lessee therein and Lessor accepts the surrender of the Premises by Lessee as of December 31st, 1979.

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