

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)
NOTICE OF ASSIGNMENT OF LEASES
AND AGREEMENT

FOR VALUE RECEIVED, the undersigned does hereby acknowledge notice of the assignment of the following leases by College Properties, Inc. to S and S Investments, a South Carolina General Partnership and does hereby consent to said assignment pursuant to the terms and conditions of Article XII of the Ground Leases between T. C. Vaughn, as Lessor, and Tritor Greenville, Inc., as Lessee, dated as of May 1, 1979:

1. Ground Lease between T. C. Vaughn, as Lessor, and Tritor Greenville, Inc., as Lessee, dated as of May 1, 1979, covering property situate at the Northwest corner of the intersection of Old Spartanburg Road and Haywood-Howell Road, near the City of Greenville, County of Greenville, State of South Carolina, a memorandum of said lease being recorded in the R.M.C. Office for Greenville County in Deed Book 1105 at Page 155; and

2. Ground Lease between T. C. Vaughn, as Lessor, and Tritor Greenville, Inc., as Lessee, dated as of May 1, 1979, covering property at or near the Northwestern corner of the intersection of Old Spartanburg Road and Haywood-Howell Road, near the City of Greenville, County of Greenville, State of South Carolina, a memorandum of said lease being recorded in the R.M.C. Office for Greenville County in Deed Book 1165 at Page 149, as amended by Amendment to Lease, dated November 16, 1981, recorded in said R.M.C. Office in Deed Book 1158 at Page 648.

The undersigned certifies that the Ground Leases are as of this date in good standing and that the undersigned has no knowledge of any default thereunder.

The undersigned T. C. Vaughn further agrees that in the event of a default in either of the Ground Leases aforementioned, said T. C. Vaughn shall notify by registered mail College Properties, Inc. at its office at 301 College Street, Greenville, South Carolina, 29601, of such default. College Properties, Inc. shall have the right to cure any default in the payment of

RECORDED IN DEED BOOK

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