

Vol 1223 PAGE 721

So. Carolina

NOTICE AND
MEMORANDUM OF LEASE

This NOTICE AND MEMORANDUM OF LEASE ("Memorandum of Lease") is made this 30th day of AUGUST, 1984, by and between Evans Products Company, a Delaware corporation ("Lessor") and Grossman's Inc., a Delaware corporation ("Lessee"), who agree as follows:

RECITAL

By a lease agreement of even date herewith (the "Lease Agreement") between Lessor and Lessee, Lessor has leased and demised to the Lessee, and the Lessee has leased and rented from the Lessor certain real estate described on Exhibit A annexed hereto (the "Property"). Lessor and Lessee now wish to enter into a Memorandum of Lease and to record such Memorandum of Lease in order to give record notice of the Lease Agreement, and the rights created thereby, to others.

1. NAME AND ADDRESS OF PARTIES:

Lessor: Evans Products Company
6917 & Collins Avenue
Miami Beach, Florida

Lessee: Grossman's Inc.
200 Union Street
Braintree, Massachusetts

2. DESCRIPTION OF PROPERTY: See Exhibit A annexed hereto.

3. DATE AND TERM OF LEASE: The initial term of the Lease shall be for five years commencing on ~~September 1~~ 1984. Upon written notice Lessee shall have 4 options to extend the term of the Lease for a period of 5 years each to follow consecutively upon the initial term or the prior extended term. Without written notice of an election to extend the term, all rights of the Lessee automatically terminate without the necessity of further action.

4. OPTIONS: In the event that the Lessor shall during the term of the Lease cease to own at least 50% of the outstanding capital stock of the Lessee and provided that, immediately preceding such event, the Lessor shall own:

(CONTINUED ON NEXT PAGE)