

record on September 3, 1964, and are duly recorded in the R.M.C. Office for Greenville County in Mortgage Book 970 at page 403 and in Mortgage Book 970 at page 412, respectively; and

WHEREAS, as expressly permitted by the Original Mortgage, NII was duly merged into the Company on June 28, 1965 pursuant to a Certificate of Ownership and Merger filed in accordance with Section 253 of the General Corporation Law of Delaware in the office of the Secretary of State of Delaware and recorded in the office of the Recorder of Deeds for New Castle County, Delaware, and the Company is the surviving corporation in such merger and as a result thereof the Company acquired and now owns all the property of NII subject to the NII Mortgage; and

WHEREAS, the indebtedness of NII to the Company as evidenced by the NII Note secured by the NII Mortgage, but for the assignment of the NII Note and the NII Mortgage to the Trustees, would have been extinguished as a result of said merger; and

WHEREAS, the Company, as the surviving corporation in such merger, desires to comply with the provisions of the Original Mortgage, and to that end desires to execute a First Supplemental Indenture confirming the grant, conveyance, transfer and mortgage contained in the Original Mortgage with respect to, and specifically describing, the property acquired