

FIFTH SUPPLEMENTAL INDENTURE, dated as of October 1, 1971, between FIBER INDUSTRIES, INC., a corporation duly organized and existing under the laws of the State of Delaware and having its principal office at Charlotte, North Carolina (hereinafter called the "Company"), party of the first part, and BANKERS TRUST COMPANY, a corporation duly organized and existing under the laws of the State of New York and having its principal corporate trust office at One Battery Park Plaza, New York, N. Y. (hereinafter called the "Trustee") and J. C. KENNEDY, residing at 73 Gates Avenue, Montclair, New Jersey (hereinafter called the "Individual Trustee", the Trustee and the Individual Trustee being hereinafter collectively called the "Trustees"), as Trustees, parties of the second part.

WHEREAS, the Company has heretofore executed and delivered to the Trustees an Indenture of Mortgage and Deed of Trust dated as of September 1, 1964 (hereinafter called the "Original Indenture") which was recorded in Mortgage Book 659 at page 176 in the Office of the Register of Deeds, Cleveland County, North Carolina, on September 3, 1964, in Mortgage Book 330 at page 213 in the Office of the Register of Deeds, Rowan County, North Carolina, on September 3, 1964, in Mortgage Book 760 at page 345 in the Office of the Register of Deeds, Durham County, North Carolina, on January 28, 1965, in Mortgage Book 199 at page 130 in the Office of the Register of Deeds, Orange County, North Carolina, on November 4, 1966 and in Mortgage Book 152 at page 204 in the R.M.C. Office for Greenville County, South Carolina, on September 3, 1964; and

WHEREAS, the Company has heretofore executed and delivered to the Trustees First, Second, Third and Fourth Supplemental Indentures dated as of, respectively, August 1, 1965, October 31, 1966, April 15, 1968 and June 1, 1970 the Original Indenture, as amended and supplemented by said Supplemental Indentures, being hereinafter called the "Indenture"), which First Supplemental Indenture was recorded in Mortgage Book 152 at page 219 in the R.M.C. Office for Greenville County, South Carolina, on August 19, 1965, and which provided, *inter alia*, for the merger of Nylon Industries Inc. into the Company, for the extension of the lien of the Original Indenture to the properties thereto-