

MORTGAGE OF REAL ESTATE

THIS INSTRUMENT IS UNRECORDED

the persons entitled to such payment without discrimination or preference.

In case all the said payments shall have been made in full, and no suit to foreclose this Indenture shall have been begun, the Trustee, after making such provisions as to it may deem advisable for the payment of the next semi-annual instalment of interest to fall due, shall restore to the party of the First Part, its Successors or assigns, the possession of the premises, estate and property hereby mortgaged. This power may be exercised as often as occasion therefor shall arise, pending this trust, and the Trustee may, as long as any principal or interest remains in default, continue to exercise the power herein granted for such period or periods of time as it may deem expedient, unless and until the holders of a majority in amount of the bonds secured hereby, then outstanding, shall otherwise in writing request.

(B) The Trustee may proceed to protect and to enforce its rights and the rights of the bondholders under this Indenture, by suit or suits in equity or at law, whether for the specific performance of any covenant or agreement contained herein or in aid of the execution of any power herein granted, or for any foreclosure hereunder, or for the enforcement of any other appropriate legal or equitable remedy, as the Trustee, being advised by counsel learned in the law, shall deem most effectual to protect and enforce any of its rights or duties hereunder.

Section 3. Upon the written request of the holders of 25% in amount of the bonds hereby secured, in case of any continuing default for any of the respective periods above mentioned, it shall be the duty of the Trustee, upon being indemnified as hereinafter provided, to take all steps needful for the protection and enforcement of its rights and the rights of the holders of the bonds hereby secured, and to take appropriate judicial proceedings by action, suit or otherwise, as the Trustee, being advised by counsel learned in the law, shall deem expedient in the interest of the holders of the bonds hereby secured.

Section 4. In case the Company shall make default in any of the respects mentioned in this Article, and at any time during the continuance of any such default there shall be existing Judgment against the Company unsatisfied and unsecured by bond or stayed by appeal; or in case, in any judicial proceeding commenced by any party or parties other than the Trustee herein, a receiver of the Company or of any of its property hereby conveyed shall be appointed, or a judgment or order entered for the sequestration of its property hereby mortgaged or any part thereof, the Trustee shall be entitled forthwith to exercise all rights herein given, and may declare the principal of all bonds hereby secured and then outstanding due and payable and may institute foreclosure proceedings or take other legal action to collect the amount of said bonds and coupons with interest or to obtain possession of said property or may exercise any one or more of such rights or remedies without waiting the default period hereinabove prescribed, and also any and all other rights and powers in this instrument conferred and provided to be exercised by the Trustee upon the occurrence and continuance of default as hereinabove provided; and as a matter of right the Trustee shall forthwith be entitled to the appointment of a receiver for the property hereby mortgaged and of the income, profits and issue thereof, with such powers as the Court making such appointment shall confer.

Section 5. In the event of any sale made by virtue of judicial proceedings or of some judgment or decree of foreclosure and sale, the property on Main Street and interest in the property on Washington Street in the City of Greenville, subject to this Indenture, shall be sold separately, but each as an entirety, unless the holders of a majority in amount of the bonds hereby secured then outstanding shall in writing request the Trustee to cause any of said property to be sold in parcels, or such sale in parcels be ordered or decreed by the Court ordering the sale, in which case the sale shall be made in such parcels as may be specified in such request or order or decree, or unless in the opinion of the Trustee it is to the advantage of the trust estate that said property be sold in more than two parcels; and this provision shall bind the parties hereto, and each and every of the holders of the bonds and coupons hereby secured or intended so to be.