

THIS SECOND SUPPLEMENTAL TRUST INDENTURE, made and entered into as of the first day of September, 1974, by and between Greenville County, a body politic and corporate and a political subdivision of the State of South Carolina (hereinafter sometimes referred to as the "County"), as party of the first part, and The South Carolina National Bank, Columbia, South Carolina, as Trustee (hereinafter sometimes referred to as the "Trustee"), party of the second part;

W I T N E S S E T H:

WHEREAS, pursuant to an Act No. 103 enacted at the 1967 Session of the General Assembly of the State of South Carolina, as amended (the "Act"), the County has heretofore by resolutions duly adopted by the County Council of Greenville County (the "Resolution") authorized and approved the issuance of its First Mortgage Industrial Revenue Bonds (the "Bonds") to finance the cost of the acquisition and construction of the Original Project described below, has entered into a Trust Indenture, dated as of October 1, 1973 (the "Original Indenture"), with the Trustee as security for the payment of the Bonds, and has entered into a Lease Agreement, dated as of October 1, 1973 (the "Original Lease Agreement"), with Conn Organ Corporation, an Indiana Corporation (the "Lessee") pursuant to which the Project has been leased to the Lessee; and

WHEREAS, \$1,450,000 principal amount of the Bonds, dated October 1, 1973 (the "First Series Bonds"), were issued by the County pursuant to the Original Indenture to finance the acquisition, construction and equipping of the Original Project; and

WHEREAS, the Trustee and the County have entered into a First Supplemental Indenture dated as of September 1, 1974, (the "First Supplemental Indenture") supplementing the Original Indenture in certain particulars relating to

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