

This is the same property conveyed to Mortgagor by Southland Corporation by deed recorded November 23, 1976 in R.M.C. Office for Greenville County in Deed Book 1046 page 684.

MORTGAGE

TO ALL WHOM THESE PRESENTS MAY CONCERN:

VALLEY DISTRIBUTORS, INC. organized under the laws of the State of West Virginia Sends Greetings:

WHEREAS, the said VALLEY DISTRIBUTORS, INC. (hereinafter called "Mortgagor") in and by these certain notes or obligation dated even date herewith (collectively, the "Note") stands indebted, firmly held and bound unto THE LAFAYETTE LIFE INSURANCE COMPANY whose office is located at 2203 South Eighteenth Street, Lafayette, Indiana (hereinafter called "Mortgagee") in the full and just principal total sum of FOUR HUNDRED NINETY-THREE THOUSAND AND NO/100 (\$493,000.00) DOLLARS, with interest thereon at the rate and payable as provided in the Note, and with a maturity date of November 1, 1996.

NOW, KNOW ALL MEN, that the Mortgagor in consideration of the said debt and sum of money aforesaid, and for the better securing the payment thereof the Mortgagee according to the terms of the Note and any modifications, renewals or extensions thereof; and also in consideration of the further sum of TEN AND NO/100 (\$10.00) Dollars, to the Mortgagor in hand well and truly paid by the Mortgagee at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, have granted, bargained, sold and released, and by these presents DO GRANT, bargain, sell and release, unto the Mortgagee, its successors and assigns, the premises described in Exhibit "A" hereto annexed and made a part hereof.

TOGETHER with all furniture, fixtures, machinery, equipment, tools and other personal property both tangible and intangible (including replacements, substitutions and

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