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SOUTH CAROLINA  
MORTGAGE DEPARTMENT  
COLUMBIA

BOOK 1535 PAGE 382

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MORTGAGE AND SECURITY AGREEMENT

This Mortgage and Security Agreement is made as of March 5, 1982, by and between Dexter L. Stuckey, Sr., The Estate of Jerome P. Askins, Jr., and Raymond A. Somers ("Secured Party"), and Hooper Communications Corporation, and WHYZ, Inc. - its wholly-owned subsidiary, both South Carolina Corporations ( herein referred to collectively as "Debtor" ),

DH 7H

RECITALS

In connection with the purchase of the stock of WHYZ, Inc., licensee of Radio Station WHYZ, Greenville, South Carolina ("Station"), as of this date by the Debtor, pursuant to a Stock Purchase Agreement (the "Agreement"), dated October 28, 1981, between the Debtor and the Secured Party, the Debtor has executed and delivered to the Secured Party a Negotiable Promissory Note (the "Purchase Money Note"), payable to the order of the Secured Party, dated the same date as this Mortgage and Security Agreement, in the aggregate principal amount of Four Hundred Fifty Five Thousand Dollars (\$455,000.00), bearing interest at the rate of thirteen and three quarters percent (13 3/4%) per annum. This Mortgage and Security Agreement is entered into pursuant to the Agreement for the primary purpose of securing to the Secured Party the performance of the obligations of the Debtor under the Purchase Money Note and the performance of the Debtor under a Promissory Note dated March 5, 1982 in the aggregate amount of One Hundred Fifty Thousand Dollars

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STATE OF SOUTH CAROLINA  
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