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FILED

GREENVILLE CO. S. C.
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THIS MORTGAGE made the 23rd day of December, 1982, between MOTEL ASSOCIATES OF GREENVILLE, a New York Limited Partnership with offices c/o Appell & Marsh Management Corp., 333 Sylvan Avenue, Englewood Cliffs, New Jersey 07632, the mortgagor, and APPELL & MARSH MANAGEMENT CORP., as to an undivided sixty (60%) percent interest, and MOTEL ASSOCIATES DEVELOPMENT CORPORATION, as to an undivided forty (40%) percent interest, New York corporations with offices at 333 Sylvan Avenue, Englewood Cliffs, New Jersey 07632 and 540 Madison Avenue, New York, New York, respectively, collectively the mortgagee.

WITNESSETH, that to secure the payment of an indebtedness in the sum of Three Million One Hundred Forty Thousand (\$3,140,000) Dollars lawful money of the United States, to be paid according to a certain bond or obligation bearing even date herewith, the mortgagor hereby mortgages to the mortgagee, its successors and assigns, all the buildings and improvements thereon erected, situate, lying and being in the City of Greenville, Greenville County, South Carolina, as more fully described in Schedule "A", annexed hereto and made part hereof.

TOGETHER with all right, title and interest of the mortgagor, if any, of, in and to any streets and roads abutting the above described premises.

TOGETHER with (1) all buildings, structures, improvements, fixtures, goods, chattels, equipment and articles of personal property of every kind and character affixed to or placed upon or used in connection with the operation of said premises, to all of which the mortgagor represents that the mortgagor has title free from all prior liens, security interests or encumbrances except as hereinafter described; (2) all buildings, structures, improvements, fixtures, goods, chattels, equipment and articles of personal property of every kind and character at any time hereafter constructed or affixed to or place upon said premises or used in connection with the operation thereof.

The term "Articles of personal property . . . used in connection with the operation" of the mortgaged premises, as herein employed, shall be deemed to include, but shall not be limited to the following: all partitions, elevators, engines, motors, dynamos, boilers, fuel, water closets, ranges, stoves, carpets, rugs, awnings, screens, window shades, venetian blinds; heating, refrigerating, air-conditioning, plumbing, gas and electric equipment and fixtures; vacuum cleaning system; sprinkler system or other fire preventing or extinguishing equipment and materials, furniture and furnishings for the common halls and lobbies; chairs, seats, pews, benches, organs and projection and sound equipment in theatres, churches and schools; hotel, club and lodge furnishings and equipment, including silver, linen, china and glassware; also all other

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