

MORTGAGE AND FINANCING AGREEMENT

THIS MORTGAGE AND FINANCING AGREEMENT, made and entered into as of this first day of September, 1983, by and between BANKERS TRUST OF SOUTH CAROLINA, a banking association organized and existing under the laws of the State of South Carolina (the "Lender"), and Curtron Manufacturing Co., Inc., a South Carolina corporation (the "Corporation"),

WITNESSETH:

WHEREAS, Greenville County, South Carolina, a body politic and corporate and a political subdivision of the State of South Carolina (the "Issuer"), has agreed under a Mortgage and Financing Agreement dated as of September 1, 1983 (the "Agreement") by and between the Issuer and the Corporation, to make available to Curtron Curtains, Inc., a New York corporation ("Curtron Curtains") the funds required to defray the cost of expanding certain facilities located within the jurisdiction of the Issuer to be operated by Curtron Curtains for the purpose of manufacturing textile products (the "Project"); and

WHEREAS, the Issuer intends to defray the cost of acquiring the Project by the issuance of its Industrial Development Revenue Note, (Curtron Curtains, Inc. Project) 1983 in the original principal amount of \$500,000 (the "Industrial Revenue Note"), pursuant to an Indenture dated as of September 1, 1983 (the "Indenture"), by and between the Issuer and the Lender; and

WHEREAS, the Corporation specifically approves the terms and conditions of the Agreement and the Indenture; and

WHEREAS, the Corporation desires the Issuer to issue the Industrial Revenue Note and is willing to enter into this Mortgage in order to enhance the marketability of the Industrial Revenue Note and thereby achieve reduced interest costs and other savings to Curtron Curtains and as an inducement to the acquisition of the Industrial Revenue Note by each person who shall at any time become a holder thereof; and

WHEREAS, the Lender has agreed to purchase the Industrial Revenue Note conditioned upon the Corporation's mortgaging of certain property to the Lender;

NOW, THEREFORE, in consideration of the premises and other good and valuable consideration.

STAMP 200.00

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