

however, that notwithstanding the foregoing, Holder shall have the right, exercisable whenever it is deemed necessary or desirable by Lender or its counsel, to join the Hutton Partnership in any litigation or other legal or equitable proceeding if such joinder is necessary or desirable under the laws of the State of South Carolina, solely for the purpose of obtaining jurisdiction over the Project and/or the Joint Venture, but Lender, its successors or assigns, shall have no right to claim or pursue any equitable claim or any claim for damages of any nature whatsoever against, or to obtain or enforce a judgment against, the Hutton Partnership.

(c) Mortgagor hereby agrees, to the extent permitted by law, that no recovery of any such judgment by Mortgagee and no attachment or levy of any execution upon any of the Mortgaged Property or any other property shall in any way affect the lien of this Mortgage upon the Mortgaged Property or any part thereof or any lien, rights, powers or remedies of Mortgagee hereunder, but such lien, rights, powers and remedies shall continue unimpaired as before."

4. At the end of Paragraph 2.16, the following sentence is hereby added: "Notwithstanding the foregoing, the Hutton Partnership and its general or limited partners (except U. S. Shelter, a Massachusetts business trust, Mortgagor, AmReal Corporation and N. Barton Tuck, Jr.) shall have no personal liability hereunder or under the Note; provided, however, that notwithstanding the foregoing, Holder shall have the right, exercisable whenever it is deemed necessary or desirable by Lender or its counsel, to join the Hutton Partnership in any litigation or other legal or equitable proceeding if such joinder is necessary or desirable under the laws of the State of South Carolina, solely for the purpose of obtaining jurisdiction over the Project and/or the Joint Venture, but Lender, its successors or assigns, shall have no right to claim or pursue any equitable claim or any claim for damages of any nature whatsoever against, or to obtain or enforce a judgment against, the Hutton Partnership."

0.0.9.4

4328-RV-2