

THIRD AMENDATORY INDENTURE

THIS THIRD AMENDATORY INDENTURE, dated as of March 1, 1984, is by and between Greenville County, South Carolina (the "Issuer"), a body politic and corporate and a political subdivision of the State of South Carolina and Bankers Trust of South Carolina, a banking association organized and existing under the laws of the State of South Carolina (the "Lender").

WHEREAS, the Issuer and the Lender desire to amend the Indenture dated as of May 1, 1982 as heretofore amended by the First Amendatory Indenture dated as of July 1, 1982 and the Second Amendatory Indenture dated as of July 1, 1983 between the Issuer and the Lender (hereinafter the Indenture as heretofore amended and as further amended by this Third Amendatory Indenture shall be referred to as the "Indenture") so as to make provision therein for the issuance by the Issuer of an additional note in an amount exceeding that now permitted by the Indenture and to amend Exhibit B thereto to include additional items of machinery and equipment;

WHEREAS, the issuance of an additional note and the use of the proceeds thereof to make certain additional improvements and acquire additional machinery and equipment for use at the Project to manufacture lace and embroidered fabrics will provide employment at the Project for approximately 40 employees; and

WHEREAS, the Issuer has determined that such modifications will not adversely affect the Project, are permitted under the Act, and will provide benefits not otherwise available and that good cause exists for amending the Indenture.

NOW, THEREFORE, in consideration of the premises and the mutual promises herein contained the parties agree as follows:

Section 1. The following definitions contained in Article I of the Indenture are amended to state:

"Imperial Guaranty" shall mean the Guaranty dated as of May 1, 1982 given by Imperial Contracting of South Carolina, Inc., also known as David Krieger & Sons, Inc. and now known as Krieger Corporation to the Lender as amended by the Supplemental Guaranty dated as of July 1, 1982, the Second Supplemental Guaranty dated as of July 1, 1983, the Third Supplemental Guaranty dated as of March 1, 1984 and any subsequent supplemental guaranty.

Section 2. The following definitions shall be added to Article I of the Indenture: