

with the Indenture Bonds, upon the compliance with certain terms and conditions set forth in the 1982 Loan Agreement; and

WHEREAS, the 1982 Loan Agreement and the 1982 Indenture provide that the 1982 Mortgage may be amended in such respects as may be necessary or appropriate in connection with the incurrence of Parity Indebtedness; and

WHEREAS, pursuant to the applicable provisions of the 1982 Loan Agreement, the Hospital desires to incur Parity Indebtedness in the form of a \$6,900,000 Greenville County, South Carolina Hospital Revenue Bond (St. Francis Project), Series 1984 (the "1984 Bond"), to be issued to The South Carolina National Bank, a national banking association (or any registered assigns, the "Bondholder"), for the purpose of financing the acquisition and installation by the Hospital of additional equipment which will become a part of the Facilities subject to the lien of the 1982 Mortgage; and

WHEREAS, in connection with the issuance of the 1984 Bond, the County, The Citizens and Southern National Bank of South Carolina, as bank agent (the "Bank Agent"), the Bondholder and the Hospital have entered into an Amendment to the 1982 Loan Agreement (the "1982 Loan Agreement Amendment") and a Loan and Agency Agreement (the "1984 Loan Agreement") and the Hospital has executed its registered Note, dated as of the date hereof, in the principal face amount of \$6,900,000 (the "Hospital Note"); and

WHEREAS, in connection with the issuance of the 1984 Bond, it is necessary that the 1982 Mortgage be amended in certain respects.

NOW, THEREFORE, in consideration of the respective agreements hereinafter contained and other value, the parties hereto agree as follows:

ARTICLE I
DEFINITIONS

All terms defined in this Mortgage Amendment shall have the meanings given to such terms herein. All other terms, if defined in the 1982 Mortgage, shall have the meanings given to such terms therein.

ARTICLE II
AMENDMENTS TO 1982 MORTGAGE

Section 2.1. Amendments with General Effect. The 1982 Mortgage is hereby amended in the following respects: