

This Note may not be prepaid except as expressly set forth herein and in the Mortgage (hereinafter defined). During Loan Year 1995 and during any subsequent Loan Year, Maker may, at its option and upon thirty (30) days' prior written notice to the holder hereof, prepay the entire Adjusted Principal Balance on this Note (together with all accrued interest on the Adjusted Principal Balance) upon the payment of the greater of (i) 1% of the Adjusted Principal Balance as of the date of the prepayment or (ii) the Adjusted Premium (hereinafter defined).

If the holder hereof declares the entire Adjusted Principal Balance, together with all accrued interest hereunder, to be due and payable pursuant to the exercise by the holder hereof of its rights under Section 1.17 of the Mortgage, there shall also be due and payable by Maker a prepayment premium equal to the greater of (i) 1% of the Adjusted Principal Balance as of the date of acceleration or (ii) an amount (the "Adjusted Premium") calculated as set forth in the next succeeding paragraph.

The Adjusted Premium shall be calculated as follows:

(i) The holder hereof shall determine the reinvestment yield (the "Reinvestment Yield"), which shall be equal to the yield on the February, 2001, 11 3/4% U.S. Treasury Note (the "primary issue") published two (2) weeks prior to the date of prepayment and converted to a monthly compounded nominal yield. If there is no market activity involving the primary issue at the time of the prepayment or acceleration, Payee shall select a comparable Treasury Bond, Note or Bill which is most similar to the characteristics of the primary issue (i.e., interest rate, remaining time to maturity, yield, etc.), and the Reinvestment Yield shall be such rate converted to a monthly compounded nominal yield.

(ii) If the Reinvestment Yield is less than the interest rate in effect hereunder, the Adjusted Premium shall be calculated as follows:

(a) Multiply the Reinvestment Yield times the Adjusted Principal Balance so prepaid or accelerated and then divide such product by twelve (the resulting quotient being hereinafter called the "Reinvestment Payment").