STATE OF SOUTH CAROLINA) AGREEMENT

COUNTY OF GREENVILLE) AGREEMENT

THIS AGREEMENT made and entered into this 26th day of June, 1980, by and between Bankers Trust of South Carolina (hereinafter referred to as "Bank"), Thomas S. Bruce and Mary E. Bruce (hereinafter together referred to as "Bruce"), and Buxton Development Corporation (hereinafter referred to as "Buxton").

WHEREAS, Bank has a judgment enrolled against Bruce in Judgment Roll No. 77-4136 in Greenville County which judgment is currently being appealed by Bruce; and

WHEREAS, pending the appeal an Order was previously issued by The Honorable Wade S. Weatherford on February 22, 1978 and supplemented on April 11, 1978 which, among other things, granted to Bank a levy upon all the issued and outstanding common stock in Buxton as to which Thomas S. Bruce was and is the sole shareholder and President and the Order also enjoined Buxton from otherwise selling, pledging, mortgaging or disposing of its assets or properties without written consent of petitioner; and

WHEREAS, Thomas S. Bruce has requested that Bank release its lien of its judgment on a 3.38 acre tract owned by him in Greenville County as more particularly set out on Exhibit A hereto to enable him to pay off some other mortgage indebtedness and to otherwise improve his financial condition; and

WHEREAS, Bankers Trust is willing to provide this release provided Thomas S. Bruce, as President and on behalf of Buxton, better secure the levy of Bankers Trust as to the Buxton stock by executing real estate mortgages as more particularly set out on Exhibit B and agree to certain other terms and conditions as provided herein.

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

- Bankers Trust agrees to release lien of Judgment Roll No.
 77-4136 from and against the properties set out on Exhibit A.
- 2. Thomas S. Bruce, on behalf of Buxton, agrees to execute the mortgages more particularly set out on Exhibit B.

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