Exhibit "B"

STATE OF SOUTH CAROLINA)

COUNTY OF GREENVILLE)

MORTGAGE OF REAL ESTATE
To All Whom These Presents May Concern

WHEREAS, Bankers Trust of South Carolina (hereinafter referred to as "Mortgagee") holds a judgment against Thomas S. Bruce, et al., filed on November 4, 1977 in Judgment Roll No. 77-4136 in the Office of the Clerk of Court for Greenville County, S. C.; and

WHEREAS, Thomas S. Bruce, et al., have requested that Mortgagee release from the lien of that certain judgment certain properties located in Greenville County; and

WHEREAS, Mortgagee has agreed to release such properties from its judgment provided Buxton Development Corporation (hereinafter referred to as "Mortgagor") (whose sole shareholder is Thomas S. Bruce and as to which Mortgagee has a levy upon all the issued and outstanding capital stock of Mortgagor pursuant to the above judgment) deliver to Mortgagee the within mortgage to better secure repayment of the judgment; and

WHEREAS, Mortgagee has agreed to same, all as more particularly set out in an Agreement between the parties hereto dated June 26, 1980 and recorded on July 18, 1980, in deed volume 1129 at page 441 in the RMC Office for Greenville County, S. C.

NOW, KNOW ALL MEN, that the Mortgagor, in consideration of the aforesaid Agreement, and in order to better secure the repayment of the aforesaid judgment, and also in consideration of the further sum of Three Dollars ($3.00) to the Mortgagor in hand well and truly paid by the Mortgagee at and before the sealing and delivery of these presents, the receipt whereof is hereby acknowledged, has granted, bargained, sold and released, and by these presents does grant, bargain, sell and release unto the Mortgagee, the Mortgagee's heirs, successors and assigns:

All those certain pieces, parcels or lots of land, with all improvements thereon, or hereafter constructed thereon, situate, lying and being in the State of South Carolina, County of Greenville, Paris Mountain Township, being known and designated as Lots Nos. 46, 49, 56, 59, 60, 70, 72, 73, 74, 75, 76, 77, 78, 96 and 97 of a subdivision known as BUXTON, as shown on plats entitled "Buxton" and "Addition to Buxton" prepared by Piedmont Engineers & Architects recorded in Plat Book 4N at Pages 2, 3 and 4 in the RMC Office for Greenville County, S. C., and having such metes and bounds as shown thereon.

This is a portion of the same property conveyed to the mortgagor herein by Tom S. Bruce, C. Henry Stevens and Dan E. Bruce by deed dated March 12, 1971 and recorded March 12, 1971 in deed volume 910 at page 483 in the RMC Office for Greenville County, S. C.

MORTGAGEE'S ADDRESS: Bankers Trust of South Carolina, PO Box 448, Columbia, S. C. 29202.

Together with all and singular rights, members, hereditaments, and appurtenances to the same belonging in any way incident or appertaining, and all of the rents, issues, and profits which may arise or be had therefrom, and including all heating, plumbing, and lighting fixtures now or hereafter attached, connected, or fitted thereto in any manner; it being the intention of the parties hereto that all fixtures and equipment, other than the usual household furniture, be considered a part of the real estate.

TO HAVE AND TO HOLD, all and singular the said premises unto the Mortgagee, its heirs, successors and assigns, forever.

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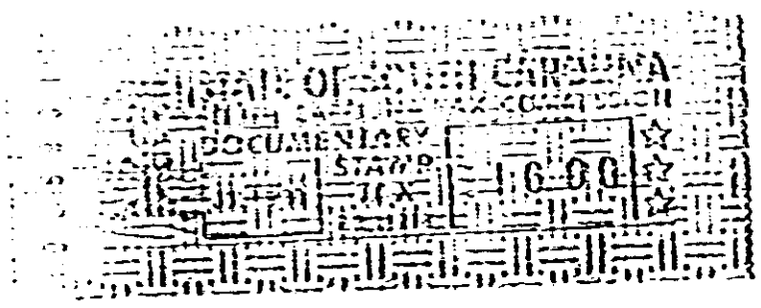

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