

THIS INDENTURE OF MORTGAGE AND DEED OF TRUST (hereinafter referred to as the "Indenture") made and entered into as of the 1st day of April, 1978, by and between Greenville County (hereinafter referred to as the "County"), a body politic and corporate and a political subdivision of the State of South Carolina, and The South Carolina National Bank, in Columbia, South Carolina, duly organized, existing and authorized to accept and execute trusts of the character herein set out, under and by virtue of the laws of the United States and the State of South Carolina, as trustee (hereinafter together with such successors as from time to time are trustee hereunder referred to as the "Trustee").

WITNESSETH:

WHEREAS, Title 4, Chapter 29, Code of Laws of South Carolina, 1976, as amended (hereinafter referred to as the "Act") empowers the several counties of the State of South Carolina to acquire, enlarge, improve and expand one or more projects (as defined in the Act), to lease any or all of such projects in furtherance of the purposes of the Act, and to issue their revenue bonds secured by a pledge of the revenues derived from the leasing of projects to defray the cost of acquiring, enlarging, improving or expanding such projects by construction and purchase; and

WHEREAS, the County has agreed to assist Lucas Industries Inc. (hereinafter referred to as the "Tenant") to locate or remain in South Carolina by issuing revenue bonds of the County for the purpose of defraying the cost of acquiring certain land and improvements located in the County constituting a project (hereinafter referred to as the "Project"); and

WHEREAS, the County by due corporate action has authorized the execution and delivery of a lease agreement between the County and the Tenant dated as of the First day of April, 1978, (hereinafter referred to as the "Lease") pursuant to which the County shall acquire and lease to the Tenant the Project; and

WHEREAS, the County by due corporate action has authorized the issuance of One Million Dollars (\$1,000,000) aggregate principal amount of its First Mortgage Industrial Revenue Bonds, Series 1978 (Lucas Industries Inc., Project) (hereinafter referred to as the "Series 1978 Bonds") pursuant to the Act in order to defray the costs of acquiring by construction and purchase the Project; and

WHEREAS, the County by due corporate action has authorized the execution and delivery of this Indenture mortgaging the Project, pledging the revenues to be derived from the lease or

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