STATE OF SOUTH CAROLINA }
COUNTY OF GREENVINE NOT SEE CO. S

MORTGAGE OF REAL ESTATE (CORPORATION) TO ALL WHOM THESE PRESENTS MAY CONCERN:

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P.O. Box 247 Simpsonville, S. C. 29681

whereas, Golden Straip ChildyCare, Inc. , a corporation organized and existing under the laws of the State of South Carolina, (hereinafter referred to as Mortgagor) is well and truly indebted unto

Propertunities, Ltd., a South Carolina Corporation

WHEREAS, the Mortgagor may hereafter become indebted to the said Mortgagor for such further sums as may be advanced to or for the Mortgagor's account for taxes, insurance premiums, public assessments, repairs, or for any other purposes:

NOW, KNOW ALL MEN. That the Mortgagor, in consideration of the aforesaid debt, and in order to secure the payment thereof, and of any other and further sums for which the Mortgagor may be indebted to the Mortgagor at any time for advances made to or for his account by the Mortgagor, and also in consideration of the further sum of Three Dollars (\$3.00) to the Mortgagor in hand well and truly paid by the Mortgagor at and before the scaling 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 Mortgagor, its successors and assigns:

ALL that piece, parcel or lot of land situate, lying and being in the State of South Carolina, County of Greenville, in the City of Simpsonville, on the southern side of Georgia Road, being shown and designated as Lot No. 6 on plat of SIMPSONVILLE ACRES, made by J. C. Hill, dated May 12, 1958, and recorded in the R.M.C. Office for Greenville County, South Carolina, in Plat Book "KK", at page 159, reference to which is hereby made for a more complete description by metes and bounds.

This is a second mortgage, being junior in lien to that certain mortgage to Laurens Federal Savings and Loan Association recorded in the R.M.C. Office for Greenville County, South Carolina, in Mortgage Book 1295, at page 371, on June 22, 1973.

This is the same property conveyed to Golden Strip Child Care, Inc. by Propertunities, Ltd. by deed of even date, recorded herewith.

Together with all and singular rights, members, herditaments, and appartmenances to the same belonging in any way incident or appartments of all the rests, issues, and profits which may arise or be had therefrom, and including all heating, plumbing, and lighting fixtures now or hereafter attached, connected, or litted thereto in any member; it being the intention of the parties hereto that all such fixtures and equipment, other than the usual household furniture, be considered a part of the real extain.

TO HAVE AND TO HOLD, all and singular the said premises unto the Mortgages, its beirs, successors and emigne, forever.

The Mortgagor covenants that it is lawfully saized of the premises heretenhove described in fee simple absolute, that it has good right and is is wfully authorized to sell, convey or encumber the same, and that the premises are free and clear of all liens and encumbrances except as provided berein. The Mortgagor further covenants to warrant and forever defend all and singular the said premises unto the Mortgagor forever, from and against the Mortgagor and all persons whomsoever lawfully claiming the same or any part thereof.

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