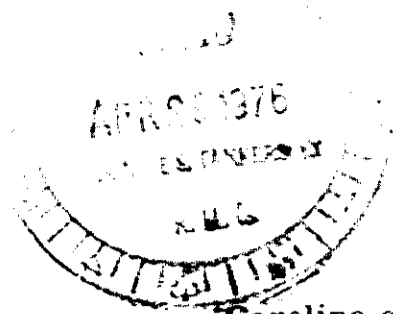


RECORD AND RETURN TO:
Rose, Poley, Bromley & Landers
35 Essex Street
Hackensack, New Jersey 07601

BOOK 1356 PAGE 330



ASSIGNMENT OF NOTE AND MORTGAGE

KNOW THAT BELL TOWER SHOPPING CENTER, INC., a South Carolina corporation, hereinafter referred to as the Assignor, with its office at 235 Moore Street, Hackensack, New Jersey, in consideration of Ten Dollars and other good and valuable considerations, the receipt of which is hereby acknowledged, hereby assigns unto MANAGEMENT AND ACCOUNTING SERVICES, INC., a Delaware corporation with an office at 235 Moore Street, Hackensack, New Jersey, hereinafter referred to as the Assignee, all of its right, title and interest in and to a certain Promissory Note and a Mortgage securing the same, made by U.S.I.F. Bell Towers Corp. and Bell Tower Shopping Center, Inc., dated May 15, 1969, in the principal sum of \$350,000.00, which Mortgage was recorded in the R.M.C. Office for Greenville County, South Carolina on July 10, 1969 in Book 1131 at page 11, which Mortgage creates a lien upon a certain parcel or piece of land on the west side of Church Street, City of Greenville, County of Greenville and State of South Carolina, as more particularly described on Exhibit "A" which is annexed hereto and made a part hereof.

SUBJECT to a certain assignment of this same mortgage executed and delivered by Bell Tower Shopping Center, Inc. to Lawrence C. Porter and Russell L. Engber of the law firm of Myers, Kaplan, Porter, Levinson and Kenin, as joint tenants with right of survivorship, which assignment was dated May 15, 1969 and recorded in the R.M.C. Office for Greenville County, South Carolina on _____, 1969 in Book _____ at page _____, and which assignment was made to the said assignee as escrow agent for U.S.I.F. Bell Tower Shopping Center, Inc. pursuant to paragraph 12 of a certain Agreement of Purchase and Sale between U.S.I.F. Bell Tower Shopping Center, Inc. and Bell Tower Shopping Center, Inc. dated May 15, 1969 to secure the performance by Bell Tower Shopping Center, Inc., or its assigns, under a certain lease between Bell Tower Shopping Center, Greenville, Inc., as lessee, and

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