

to the provisions of subparagraph 16(c) permitting use of the Award for restoration, the unused portion of any Award shall, at the option of the Mortgagee, be applied first toward payment of the interest then due and payable on the Note and the balance, if any, to the principal indebtedness owing under the Note.

- (b) The Obligations may be accelerated at the option of the Mortgagee, and shall be immediately due after receipt by the Mortgagor of written notice thereof, as a result of the exercise of the right of condemnation or eminent domain in respect of: (i) all or substantially all of the Property; or (ii) any portion of the Premises on which any Building is located, so long as such taking materially adversely affects the operation of the Mortgagor's business thereon, in which event the Mortgagee shall retain and apply the Award toward payment and performance of the Obligations (in such order of priority as the Mortgagee shall elect); provided, however, that to the extent that the Award received by the Mortgagee shall exceed the amount required to satisfy in full the then total amount of the Obligations, the Mortgagee shall pay over to the Mortgagor the amount of such excess and; provided, further, that until the actual vesting of title in such proceeding, the Obligations shall continue unimpaired.
- (c) If there is a taking of: (i) all or substantially all of the Property; or (ii) any portion of the Premises on which any Building is located, so long as such taking materially adversely affects the operation of the Mortgagor's business thereon in any such proceeding, and the Mortgagee does not accelerate the Obligations,