

RECORD AND RETURN TO: *Lawyers*  
Paul, Weiss, Rifkind, Wharton  
& Garrison *Title-box*  
1285 Avenue of the Americas  
New York, New York 10019-6064  
Attention: Diane Chan, Esq. *2145*

FORSYTH COUNTY, NORTH CAROLINA

FORSYTH CO. NC 189  
REGISTERED 10/27/98 2:31PM  
DICKIE C. WOOD REGISTER OF DEEDS BY: CAMPBELL  
CANCELLED PURSUANT TO G.S. 45-37.2  
BK2031 PG335 - PG337 *Blank*

**SATISFACTION OF INDENTURE OF MORTGAGE,  
DEED OF TRUST AND SECURITY AGREEMENT**

Know All Men by These Presents:

Whereas, on February 15, 1990, a certain Indenture of Mortgage, Deed of Trust and Security Agreement ("Mortgage"), a copy of which is attached hereto, given by S & A Properties Corp. to Shawmut Bank N.A., now known as Fleet National Bank, and Max Goldsmith, not individually, but as Indenture Trustees thereunder, was recorded in the Register of Deeds of Forsyth County, North Carolina, in Deed Book 1688, Page 1996; and

Whereas, the trust business of Fleet National Bank was transferred to State Street Bank and Trust Company ("Lender") in accordance with the terms of Sections 810 and 812 of the Mortgage; and

Whereas, the indebtedness secured by the Mortgage has been fully satisfied, and Lender desires to have the Mortgage canceled;

Now, therefore,

I, Robert L. Bice, Vice-President, on behalf of, and in the name of STATE STREET BANK AND TRUST COMPANY, certify that the debt or other obligation in the amount of \$120,000,000 secured by the Indenture of Mortgage, Deed of Trust and Security Agreement executed by S & A PROPERTIES CORP. and SHAWMUT BANK N.A., now known as FLEET NATIONAL BANK, predecessor in interest to Lender, and recorded in Forsyth County at Deed Book 1688, Page 1996 was satisfied on June 16, 1998.

28<sup>th</sup> day of July, 1998. In witness whereof, the undersigned has signed and sealed this instrument with authority, this

STATE STREET BANK AND TRUST COMPANY

Attest:

By:

*Linda M. Byrne*  
Name: Linda M. Byrne  
Title: Assistant Secretary

By:

*Robert L. Bice II* (seal)  
Robert L. Bice, II, Vice President

BK2031PG3335

State of Massachusetts, Suffolk County

I, MARGARET A. HOLS, a notary public of the above County and State, certify that Robert L. Bice, II personally came before me this day and acknowledged that he is the Vice President of State Street Bank and Trust Company, a Massachusetts association, and that by authority duly given and as the act of said association, the foregoing instrument was signed in its name by its Vice-President, sealed with its corporate seal and attested by Linda M. Byrne as its Assistant Secretary.

Witness my hand and official seal, this 28<sup>th</sup> day of July, 1998.

(Official seal)



Margaret A. Hols  
(Signature of officer taking acknowledgment) notary

My Commission expires: 8/26/99

STATE OF NC - FORSYTH CO

The foregoing certificate(s) of:

Margaret A. Hols

NP(s) is/are certified to be correct this the 27 day of Oct, 1998

Dickie C. Wood, Register of Deeds by: Blank Deputy/Asst

BK2031PG3336

**AFFIDAVIT OF LOST NOTE**

Robert Butzier personally appeared before me in Suffolk County, State of Massachusetts, and having been duly sworn, made the following affidavit:

1. The affiant is Vice President of State Street Bank and Trust Company ("Beneficiary").
2. State Street Bank and Trust Company, as successor-in-interest to Shawmut Bank, N.A., is the owner of the note(s) or other indebtedness secured by a certain Indenture of Mortgage, Deed of Trust and Security Agreement ("Mortgage") executed by S & A Properties Corp. to Shawmut Bank, N.A. and Max Goldsmith, and recorded in Book 1688, Page 1996, Forsyth County Registry.
3. The note(s) or other indebtedness has been lost and after the exercise of due diligence cannot be located.
4. The affiant certifies on behalf of Beneficiary that all indebtedness secured by the Mortgage was satisfied on June 16, 1998 and Beneficiary is responsible for cancellation of the same.

STATE STREET BANK AND TRUST  
COMPANY

By: [Signature] (Seal)  
Name: ROBERT C BUTZIER  
Title: VICE PRESIDENT

Sworn to and subscribed before me this  
29th day of September, 1998.

[Signature]  
Notary Public

My commission expires: 7/8/99

BK2031PG3337