

STATE OF NORTH CAROLINA)
COUNTY OF FORSYTH)

MEMORANDUM OF LEASE

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THE LEASE Dated February 17, 1971, as amended by Lease Amendment dated August 6, 1971, and Second Lease Amendment dated April 18, 1972, by and between PARKVIEW MALL, a Joint Venture, comprised of RCS, Inc., a North Carolina Corporation with its principal office in Winston-Salem, Forsyth County, North Carolina, and K & H Investment Company, a Partnership having its principal office in Richmond, Virginia, hereinafter called the "LANDLORD", and ROSE'S STORES, INC., a Delaware Corporation with its principal office in Henderson, Vance County, North Carolina, hereinafter called the "TENANT", has been amended by properly executed THIRD LEASE AMENDMENT dated November 3, 1972. A memorandum of the original lease as amended is of record in the Office of the Register of Deeds of Forsyth County, North Carolina in Deed of Trust Book 1077, at page 500.

The original lease, as amended, and the memorandum aforementioned and the THIRD LEASE AMENDMENT dated November 3, 1972, are incorporated herein by reference.

THIS the 7th day of November, 1972.

LANDLORD

PARKVIEW MALL, a Joint Venture

RCS, Inc., Venturer

By [Signature] (SEAL)
Attorney-in-Fact

K & H Investment Co., Venturer

By [Signature] (SEAL)
Attorney-in-Fact

TENANT

ROSE'S STORES, INC.

By [Signature]
Senior Vice President

(Corporate Seal)

ATTEST:

By [Signature]
Secretary

Prepared By
HUDSON, BETTEE, STOCKTON & ROBINSON
P. O. BOX 1880, WINSTON-SALEM, N. C. 27102

BOOK 1109P0697

STATE OF NORTH CAROLINA)
)
COUNTY OF FORSYTH)

I, Patricia S. Siceloff, a Notary Public of said County and State, do hereby certify that S. O. KELLEY, Attorney-in-Fact for RCS, Inc., a North Carolina corporation, a Joint Venturer, personally appeared before me this day and being by me duly sworn, says that he executed the foregoing instrument for and in behalf of RCS, Inc., and that his authority to execute and acknowledge said instrument is contained in an instrument duly executed, acknowledged, and recorded in the Office of the Register of Deeds of Forsyth County, North Carolina, on February 24, 1971, in Deed of Trust Book 1065, at page 104, and that this instrument was executed under and by virtue of the authority given by said instrument granting him power of attorney; and that the said S. O. KELLEY acknowledged the due execution of the foregoing instrument for the purposes therein expressed for and in behalf of the said RCS, Inc. I do further certify that I am not a party to the attached instrument.

WITNESS my hand and notarial seal, this the 22nd day of November, 1972.

(Notarial Seal)

My Commission Expires:

July 4, 1977



OFFICIAL SEAL
Notary Public
PATRICIA S. SICELOFF
Notary Public, North Carolina
County of Forsyth
My commission expires July 24, 1977

STATE OF NORTH CAROLINA)
)
COUNTY OF ORANGE)
~~FORSYTH~~

I, Carl M. Basen, a Notary Public of said County and State, do hereby certify that GEORGE W. KANE, JR., Attorney-in-Fact for K & H Investment Company, a Partnership, a Joint Venturer, personally appeared before me this day, and being by me duly sworn, says that he executed the foregoing instrument for and in behalf of K & H Investment Company, and that his authority to execute and acknowledge said instrument is contained in an instrument duly executed, acknowledged, and recorded in the Office of the Register of Deeds of Forsyth County, North Carolina, on February 24, 1971, in Deed of Trust Book 1065, at page 104, and that this instrument was executed under and by virtue of the authority given by said instrument granting him power of attorney; and that the said GEORGE W. KANE, JR., acknowledged the due execution of the foregoing instrument for the purposes therein expressed for and in behalf of the said K & H Investment Company. I do further certify that I am not a party to the attached instrument.

WITNESS my hand and notarial seal, this the 8th day of November, 1972.

(Notarial Seal)

My Commission Expires:

9-12-75

Carl M. Basen
Notary Public

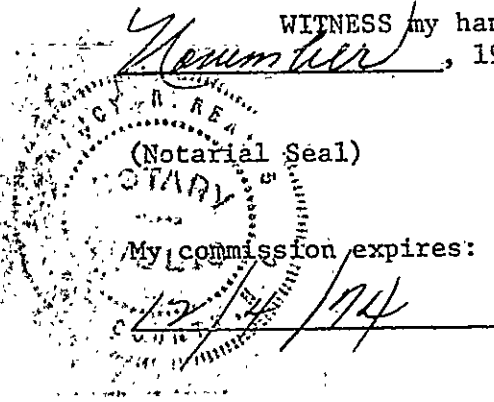
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STATE OF NORTH CAROLINA)
COUNTY OF YANCE)
FORSYTH)

This the 1th day of November, A. D., 1972,
personally came before me, Nancy R. Reavis, a
Notary Public, W. S. Kelley who, being by me
duly sworn, says that he knows the Common Seal of ROSE'S STORES, INC.
and is acquainted with J. T. Church who is the
Sr. Vice-President of said Corporation, and that he, the said
W. S. Kelley, is the Secretary of said Corpora-
tion, and saw the said Sr. Vice-President sign the foregoing instrument,
and saw the said Common Seal of said Corporation affixed to said
instrument by said Sr. Vice-President, and that he, the said
W. S. Kelley, signed his name in attestation of the
execution of the said instrument in the presence of said Sr. Vice-
President of said Corporation.

WITNESS my hand and notarial seal, this the 1th day of
November, 1972.



Nancy R. Reavis
Notary Public

STATE OF NORTH CAROLINA—Forsyth County

The foregoing (or annexed) certificate of Patricia S. Sideloff, N.P. Forsyth Co.
(here give name and official title of the officer signing the certificate, based upon)
McC. Earl G. Bason, N.P. Orange Co. McC. Nancy R. Reavis, N.P. Yancey Co.
is (are) certified to be correct. This the 9 day of July, 1973.

Probate fee 50¢ paid.

PRESENTED FOR
REGISTRATION
AND RECORDED

Eunice Ayers, Register of Deeds

By Ruth Barrow Deputy Assistant

JUL 9 9 17 AM '73

EUNICE AYERS
REGISTER OF DEEDS
FORSYTH CTY. N.C.

B.B. H.H. W.P.

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