SECOND EXTENSION OF GUARANTY

I. WHEREAS, EPOCH PROPERTIES PARTNERSHIP NO. 15, a Florida general partnership, did execute and deliver to LNC DEVELOPMENT CORPORATION, an Indiana corporation, hereinafter referred to as "LNCDC", a Deed of Trust Note and Deed of Trust dated December 7, 1973, in the original principal amount of $240,500.00 bearing interest at the rate of ten percent (10%) per annum due and payable twenty-four (24) months from the date thereof; and,

II. WHEREAS, JOHN H. McCLINTOCK, JR., his wife, NANCY W. McCLINTOCK, JAMES H. PUGH, JR., and his wife, CAROLYN P. PUGH, did execute and deliver to LNCDC that certain Guaranty of $240,500.00 Note and Mortgage dated December 7, 1973, in order to induce LNCDC to advance the funds evidenced by the aforesaid Deed of Trust Note and Deed of Trust, which Guaranty was extended by Extension of Guaranty dated December , 1976; and,

III. WHEREAS, the aforesaid Deed of Trust Note and Deed of Trust were modified by that certain Modification of Deed of Trust and Deed of Trust Note dated February 2, 1976, and recorded March 5, 1976, in Book 5003, page 8, in the records of Davidson County, Tennessee, which Modification increased the amount of said Deed of Trust Note to Two Hundred Eighty-Three Thousand Five Hundred Thirty-Eight and 29/100 Dollars ($283,538.29) and extended the maturity of said Deed of Trust Note to June 7, 1976; and,

IV. WHEREAS, the aforesaid Deed of Trust Note and Deed of Trust were further modified by that certain Second Modification of Deed of Trust and Deed of Trust Note dated December 7, 1976, and recorded January 11, 1977, in Book 5104, page 718, in the records of Davidson County, Tennessee, which Second Modification increased the amount of said Deed of Trust Note to Two Hundred Ninety-Seven Thousand Seven Hundred Fifteen and 21/100 Dollars ($297,715.21) and extended the maturity of said Deed of Trust Note to June 7, 1977; and,

V. WHEREAS, the aforesaid Deed of Trust Note and Deed of Trust were further modified by that certain Third Modification of Deed of Trust and Deed of Trust Note dated December, 1977, and recorded _____, _____, in Book _____, page _____, in the records of Davidson County, Tennessee, which Third Modification increased the amount of said Deed of Trust Note to Three Hundred Forty-Three Thousand Three Hundred Fifteen and 28/100 Dollars ($343,315.28) and extended the maturity of said Deed of Trust Note to June 30, 1978.

VI. NOW, THEREFORE, in consideration of the foregoing extensions, the undersigned do hereby affirm that:

A. The Guaranty of $343,315.28 Note and Mortgage shall be extended and remain in full force and effect for the modified term and amounts set forth above.

B. They are personally and severally liable under the terms of the Guaranty of $343,315.28 Note and Mortgage, as extended by this Second Extension of Guaranty.

VII. All other terms and conditions of the Guaranty of $343,315.28 Note and Mortgage shall remain unchanged and in full force and effect.

VIII. The covenants herein contained shall bind, and the benefit and advantages shall inure to, the respective heirs, executors, administrators, successors and assigns of the parties hereto.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals this 4th day of Jan., 78.

John H. McClintock, Jr.

Nancy W. McClintock

James H. Pugh, Jr.

Carolyn P. Pugh

STATE OF TEXAS)
)SS:
COUNTY OF DENTON)

Personally appeared before me, Martha Teague, a Notary Public in and for said County and State, the within named John H. McClintock, Jr., known to me to be a partner of Epoch Properties Partnership No. 15, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Denton, Texas, this 4th day of January, 1978.

Martha Teague
Notary Public

My Commission Expires:
September 24, 1978

STATE OF TEXAS)
)
COUNTY OF DENTON)

Personally appeared before me, Martha Teague, a Notary Public in and for said County and State, the within named James H. Pugh, Jr., known to me to be a partner of Epoch Properties Partnership No. 15, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and official seal at Denton, Texas, this 4th day of January, 1978.

My commission expires 9/24/78

Martha Teague
Notary Public

This instrument was prepared by Arthur L. Page, Assistant Counsel for LNC Development Corporation, Fort Wayne, Indiana.

E 5 4 7 8 J. Mac

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IDENTIF. REFERENCE

MAR 15 9 31 AM '78
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

MAR 15 78 MISC B* 6.00 * 6.00

DUPLICATE

Tax paid on this
In the amount of 45.60
on Instrument # E 54780
recorded in Davidson
County Registers Office

Date 3-15-78
E Barnes Dep. Reg.