

**Mortgage Loan
Department**

Jefferson-Pilot
Life Insurance Company
Alexander Hamilton
Life Insurance Company
PO Box 20407
Greensboro, NC 27420
Bus 910 691 3460
Fax 910 691 3025

August 18, 1997

Mr. Bruce Shelby
Beechnut SE, L.P.
1800 Bering Drive, Suite 495
Houston, TX 77057

Re: Alexander Hamilton Loan Number A97242
Southeast Corner of Beechnut @ State Highway 6, Houston, Texas

Dear Mr. Shelby:

In connection with Items 11 and 12 on pages five and six of our Letter of Commitment of January 10, 1997 Alexander Hamilton Life Insurance Company of America and Beechnut SE, L.P. agree to the following:

1. The Mortgage Instrument will include a covenant regarding the escrow of ad valorem taxes and insurance as stipulated in Item 11 of the commitment.
2. Alexander Hamilton Life Insurance Company of America agrees not to exercise its right under this covenant so long as the borrower pays promptly when due the annual ad valorem taxes and assessments and the loan is current.

This Agreement is to be between Alexander Hamilton Life Insurance Company of America and Beechnut SE, L.P. and will not inure to any successive borrowers.

Assuming the above stated conditions of this Agreement are acceptable to you, please indicate your approval by signing a copy of this letter in the space provided at the bottom and return to me at your earliest convenience.

Sincerely,

Kathy McDow

Kathy McDow

ACCEPTED:

BY: *Bruce Shelby*

DATE: 8/18/97

Insurance Subsidiaries of Jefferson-Pilot Corporation

Jefferson-Pilot

Alexander Hamilton