

FIRST AMENDMENT AND EXTENSION OF LEASE

(909 Austin Ave. Georgetown, TX)

THIS AGREEMENT made and entered into as of _____, 2011 by and between **WILLIAMSON COUNTY, TEXAS** (hereinafter "Landlord"), whose address is 710 South Main St. Suite 101 Georgetown, TX 78626 and **STRAUS FRANK ENTERPRISES LLC**, successor in interest to Strafco, Inc. (hereinafter "Tenant"), whose address is 2635 E. Millbrook Road, Raleigh, NC 27604.

WITNESSETH:

That certain Lease by and between the parties dated June 1, 2006, as subsequently assigned to Williamson County (hereinafter, collectively the "Lease"), on that certain property known as 909 Austin Ave. Georgetown, TX 78626 and consisting of approximately 5,700 square feet (the "Premises") is further amended, revised, and extended as follows:

1. The Option Terms as referenced in Section 11.9 (Options) shall be amended as follows:

OPTION PERIOD	TERM	RENT PER MONTH
# 1	7/01/2011 to 6/30/2014	\$5,500.00
# 2	7/01/2014 to 6/30/2016	\$5,744.20

2. Tenant hereby exercises its option to extend the Lease pursuant to Option Period #1 above.
3. This Amendment and Extension of Lease shall be incorporated into and made part of the Lease, and except as hereinabove expressly amended, the terms and provisions of the Lease remain in full force and effect, and the same are hereby expressly ratified. In the event of any inconsistencies, this Agreement shall prevail over any conflicting provisions of the Lease or previously signed amendments.
4. This Amendment and Extension of Lease shall be binding upon and inure to the benefit of the parties hereto and their respective heirs, executors, administrators, successors, and permitted assigns. Landlord represents and warrants it knows of no third party approvals required to entire into this Amendment.

IN WITNESS WHEREOF, and intending to be legally bound, Tenant and Landlord have executed this Agreement in duplicate originals, as of the day and year first above written.

WITNESS:

LANDLORD: **WILLIAMSON COUNTY, TEXAS**

By: _____

Print Name: _____

Title: _____

WITNESS:

TENANT: **GENERAL PARTS DISTRIBUTION LLC**

By: _____

Print Name: Gerald E. Colley

Title: Executive Vice President