

## TITLE TO REAL ESTATE

STATE OF SOUTH CAROLINA,  
COUNTY OF GREENVILLE.

THIS INDENTURE, made this 18th day of December, 1941, by and between the American Telephone and Telegraph Company of South Carolina, a corporation of the State of South Carolina, hereinafter called "First Party", and the American Telephone and Telegraph Company, a corporation of the State of New York, hereinafter called "Second Party."

W I T N E S S E T H:

That First Party, pursuant to the laws of the State of South Carolina, and pursuant to a vote of its stockholders authorizing the dissolution and complete liquidation of the First Party and the distribution of its property and assets, has conveyed and transferred, and does hereby convey and transfer to Second Party, owner of all of the capital stock of First Party, all the property, assets, rights and privileges of First Party, real, personal, or mixed, in the State of South Carolina, and particularly all its lines of telephone and telegraph and the appurtenances thereto, franchises, permits, easements and rights of way situate in the County of Greenville and State aforesaid, which the First Party now owns or has been using in the County aforesaid, and all other properties of whatever nature which the First Party may own in said County.

To Have and to hold, all and singular, the properties, whether real, personal, or mixed, herein conveyed and transferred to Second Party, its successors and assigns forever, in fee simple, with covenant of general warranty.

The First Party hereby covenants and binds itself, its successors and assigns, to warrant and forever defend the right and title to each and all of said properties herein conveyed to Second Party, its successors and assigns, against the claims of all persons whomsoever.

In Witness whereof, First Party has caused this Indenture to be signed in its name by its President, and has caused its corporate seal, attested by its Secretary, to be hereunto affixed on the day and year first above written.

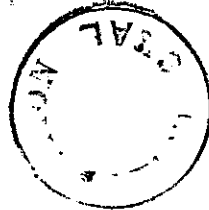
Attest:

R. H. Strahan  
Secretary.

Signed, sealed and delivered  
in Presence of:

Muriel M. Korec  
Witness.

Marian J. Nowlan  
Witness.



AMERICAN TELEPHONE AND TELEGRAPH COMPANY  
OF SOUTH CAROLINA.

BY: S. Whitney Landon,  
President.

Not Subject to Tax: Conveyance by a  
corporation without valuable consideration  
to owner of all its capital stock.

State of New York,  
County of New York; ss

Personally appeared before me Muriel M. Korec, who on oath says that she saw the within named American Telephone and Telegraph Company of South Carolina by S. Whitney Landon, its President, and R. H. Strahan, its Secretary, sign, the within deed and the said corporation, by said officers, seal said deed, and as its act and deed deliver the same, and that she with Marian J. Nowlan witnessed the execution thereof.

Sworn to before me this 18th day of December, 1941.

Muriel M. Korec

August J. Falcier

Notary Public, Queens County, Clerk's No. 3667, Register's No. 4041  
Certificate filed in New York County, Clerk's No. 874, Register's No. 2 F 484  
Commission expires March 30, 1942.



State of New York,  
County of New York, ss

S. Whitney Landon, being first duly sworn, states as follows:

That he is the President of the American Telephone and Telegraph Company of South Carolina, which is the grantor in the transaction hereinafter referred to, and that he is thoroughly familiar with all the facts connected with said transaction.

That, by a deed dated December 18, 1941, the American Telephone and Telegraph Company of South Carolina transferred to its sole stockholder, the American Telephone and Telegraph Company, all its property, assets, rights, and privileges in the State of South Carolina, and more particularly all its property in the County of Greenville in said State.

That the transfer of said property was made pursuant to a vote of the stockholders providing for the dissolution of the American Telephone and Telegraph Company of South Carolina and distribution of all its property in kind to the American Telephone and Telegraph Company upon the surrender and cancellation of all the outstanding capital stock of the American Telephone and Telegraph Company of South Carolina, and the assumption of the American Telephone and Telegraph