

(2) Dan E. Bruce, Tom S. Bruce and James E. Jones, Jr. do hereby declare, confirm and agree that legal title to the property described on Exhibit B hereof is owned and held by Bruce, Bruce & Jones, a Limited Partnership organized under the laws of the State of South Carolina, and that the undersigned hold title in their individual names in trust and as nominees for Bruce, Bruce & Jones, subject to the direction of any two of the General Partners of the Partnership.

(3) Upon written request of any two General Partners of either of the Limited Partnerships for which title is held in trust by the undersigned, the said Dan E. Bruce, Tom S. Bruce and James E. Jones, Jr. agree to execute and deliver an appropriate deed or deeds and such other instruments as may be necessary and proper to convey to the respective Limited Partnerships, or their successors, assigns or designees, record title to the property described on the attached Exhibits A and B, and the undersigned do herewith further appoint any two Partners of the Law Firm of Leatherwood, Walker, Todd & Mann, acting on the written instructions of any two General Partners of Diran Executive Plaza or Bruce, Bruce and Jones, as their interests may appear, to execute and deliver, in their name and stead, and as their attorneys-in-fact, appropriate deeds and such other instruments as may be necessary and proper to convey record title to the property described on Exhibits A and B to the Limited Partnership for which title is held hereunder, or to the successors, assigns or designees of that Partnership. This shall be a continuing power of attorney until such time as legal title to all property held under this Declaration of Trust has been conveyed in accordance with this instrument.

(4) Diran Executive Plaza and/or Bruce, Bruce & Jones, respectively, shall be entitled to all of the rents, income, profits, additions and improvements now or hereafter appertaining to the property held on behalf of the respective Partnerships by the undersigned, and shall be responsible for payment of all amounts required to service the indebtedness thereon, maintain or improve the property, and for payment of all taxes and insurance on said real estate and improvements.

(5) This Declaration of Trust and the terms and provisions herein contained shall be binding upon the respective parties hereto and their heirs, successors, executors, administrators and assigns.

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