

STATE OF SOUTH CAROLINA)
)
COUNTY OF GREENVILLE)

POWER OF ATTORNEY

I, the undersigned, Douglas Lee Smith, presently a resident of Greenville County, South Carolina, being of sound mind and disposing memory, do hereby nominate, constitute and appoint my aunt, Alleen Smith Jones, as my Attorney-in-Fact to act in my name, place and stead as specified hereinbelow.

This Power of Attorney is given by me to Alleen Smith Jones in order that she may act in my behalf with the absolute and unchallengeable power and authority to enter into a "Subordinated Ground Lease" for commercial property with Caper House, Inc. regarding a lot of land located at the northeastern corner of the intersection of S. C. Highway 14 and Woodruff Road (S. C. Highway 146). This Power of Attorney includes the power and authority to sign and execute said "Subordinated Ground Lease" and any other documents necessary and proper in the negotiation and consummation of a fifteen (15) year lease (with two (2), five (5) year renewal options) with Caper House, Inc. The property which is the subject of the lease is a portion of the property presently owned by Mrs. Grady L. Smith as a life tenant and my interest therein is a remainder interest, which will become effective at her death.

My said Attorney-in-Fact is to act in my name, place and stead in the transaction regarding the "Subordinated Ground Lease" in the same degree and manner as if I were taking part in this transaction myself. My said Attorney-in-Fact has the expressed authority to negotiate on my behalf with Caper House, Inc. and to receive on my behalf any monies or funds which may become due and payable to me. Furthermore, my said Attorney-in-Fact, in the event it should become necessary, may also act in my behalf regarding compliance with any of the terms of the "Subordinated Ground Lease" and/or the enforcement thereof by legal action or otherwise.

GCTV --- 1 MW1978 552