

If my aforesaid attorney-in-fact should predecease me or die while serving or if for any reason is unable or unwilling to serve or continue to serve, I hereby nominate, constitute and appoint WILLIAM JAMES FAUBION my attorney(s)-in-fact, their survivors or survivor, in such attorney's stead with all the powers and duties hereinabove set forth to be enjoyed or performed by my attorney(s)-in-fact herein named. If the above named persons serve as attorney(s)-in-fact under this appointment, the decision of the majority of them shall be final and binding.

This Power of Attorney shall not be affected by physical disability or mental incompetence of the Principal, which renders the Principal incapable of managing his own estate. No attorney-in-fact hereunder shall be required to prepare or file any inventory of deposits, choses in action or personal property with the Probate Court, and no attorney-in-fact hereunder shall be required to post a surety bond hereunder. This Power of Attorney, however, shall be revoked by death of the Principal or revocation by the Principal in writing.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 2d day of September, 1981.

Carlton Allen Faubion (SEAL)
CARLTON ALLEN FAUBION

The foregoing Power of Attorney, consisting of three (3) typewritten pages, this page included, each page except the signature page bearing on the left margin the initials of the Principal, was this 2d day of September, 1981, signed, sealed, published and declared by the said Principal as and for his/her Power of Attorney in the presence of us, who at his/her request and in his/her presence and in the presence of each other, have hereunto subscribed our names as witnesses hereto.

Brill W. Wipke
Elizabeth Adams
Paul M. Reiss

STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE) PRORATE

PERSONALLY APPEARED Before me the undersigned witness, who, being duly sworn, says that (s)he saw the within named Principal sign, seal and as his/her act and deed deliver the foregoing Power of Attorney, and that (s)he with the other subscribed witnesses witnessed the execution thereof.

SWORN TO before me this
2nd day of September, 1981
Elizabeth Adams (SEAL)
Notary Public for

Brill W. Wipke

My Commission Expires: 5-28-90

RECORDED SEP 14 1981
at 4:22 P.M.

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