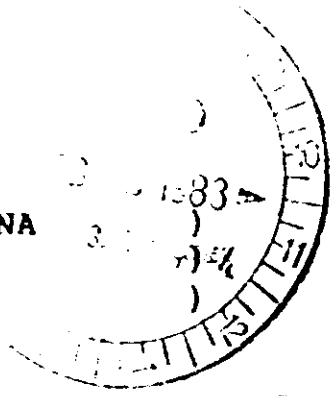


STATE OF SOUTH CAROLINA
 COUNTY OF GREENVILLE



POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, the undersigned, DOROTHY A. KERN, a legal resident of the County of Greenville, State of South Carolina, hereby revoke any and all other Powers of Attorney heretofore made by me, and by these presents do make, constitute and appoint my husband, RICHARD C. KERN, my true and lawful attorney in fact to set in, manage, and conduct all my estate and all my affairs, and for that purpose for me and in my name, place and stead, and for my use and benefit, and as my act and deed, to do and execute, or to concur with persons jointly interested with myself therein in the doing or executing of, all or any of the following acts, deeds, and things, all of which shall be done in a fiduciary capacity:

1. To buy, receive, lease, accept or otherwise acquire, sell, give, convey, transfer, mortgage, hypothecate, pledge, borrow, quitclaim, or otherwise encumber or dispose of, or to contract or agree for the acquisition, disposal, or encumbrance of any property, real or personal, upon such terms, considerations and conditions as my said attorney in fact shall think proper;

2. To take, hold, possess, invest, lease, or let, or otherwise manage any or all of my property or any interest therein; to eject, remove, or relieve tenants or other persons from, and recover possession of, such property by all lawful means; and to maintain, protect, preserve, insure, remove, store, transport, repair, build on, raze, rebuild, alter, modify or improve the same or any part thereof;

3. To make, do, and transact all and every kind of business of whatever nature, including the receipt, recovery, collection, payment, compromise, settlement, and adjustment of all accounts, legacies, bequests, interests, dividends, annuities, social security payments, veteran's administration benefits, demands, debts, taxes and obligations, or any rebate, refund or discount thereon, which may now or hereinafter be due, owing or

RES.

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