



STATE OF SOUTH CAROLINA
 COUNTY OF GREENVILLE

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that I, MayBelle Dillard, principal, of the County of Greenville, State of South Carolina, hereby appoint W. E. Dillard, of the County of Spartanburg, State of South Carolina, my attorney-in-fact. In the event of the inability of W. E. Dillard to act as my attorney-in-fact, then and in that event only, I hereby appoint Wilson K. Dillard, of the County of Spartanburg, State of South Carolina, my attorney-in-fact. As used herein the word "inability" shall be construed to mean (1) death, (2) adjudication of a legal disability, or (3) resignation. My attorney-in-fact for me and in my name and stead and on my behalf shall execute any and all documents and instruments and do any and all acts, deeds and things as fully as I might or could do if personally present. By way of illustration, but not of limitation, of my attorney-in-fact's powers, such powers shall include the following: to demand, claim and sue for any amounts due me and receipt for same; to compromise, arbitrate or otherwise adjust claims in favor of or against me; to sell, lease and mortgage real estate and personal property and to execute and deliver such deeds, mortgages, leases, bills of sale, notes, transfers and other instruments in writing as he may deem advisable; to borrow money and if required to do so, secure the same by collateral or mortgage; to employ counsel and other agents as he may deem advisable in the handling of my affairs; to write checks on and withdraw from any or all funds which I may have in a checking account, savings account or other type of deposit in any bank, savings and loan association, building and loan association, United States Post Office or elsewhere; to buy, sell and cash any certificates of deposit or other evidence of deposit in any bank, savings and loan association or building and loan association; to participate in the liquidation, reorganization, consolidation or other financial readjustment of any corporation or business in which I shall be financially interested; to appear and vote and otherwise act as my proxy or representative at any and all meetings of stockholders and to sign and execute any proxies or other instruments in connection therewith; to endorse and sign drafts, checks, money orders, dividend checks, bonds and all other type instruments for the payment of money; to buy and sell common stock, preferred stock or shares of any and all types in any and all corporations and in so doing, to execute and deliver transfer instruments, certifications and such other instruments as may be deemed necessary or advisable; to prepare and file income tax returns; to deal in any insurance matters with any insurance company, and in doing so to execute any form or endorsement

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