

STATE OF SOUTH CAROLINA
COUNTY OF GREENVILLE

SPECIAL
POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that as Principal (the "Principal") I, ELOIS H. FOSTER, a resident of Taylors, the State and County aforesaid have, made, constituted and appointed and by these presents do make constitute and appoint WILLIAM ROYALL FOSTER, my true and lawful attorney ("Attorney") for the purposes hereinafter set forth.

Subject to the limitation set forth in this paragraph, I have also made, constituted and appointed and by these presents do make, constitute and appoint as my true and lawful attorney, Elizabeth H. Shoolbred, for the purposes hereinafter set forth. So long as the limitation described below shall apply to Elizabeth H. Shoolbred, she shall be referred to herein as my "Standby Attorney". The term "Attorney" as used herein shall apply to any Standby Attorney at such time as the limitation described below no longer applies.

(A) The limitation referred to above upon the authority of my Standby Attorney to act hereunder is as follows:

(i) In no event is Elizabeth H. Shoolbred authorized to act hereunder so long as William Royall Foster is living, competent to act and has not been resigned nor been removed.

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