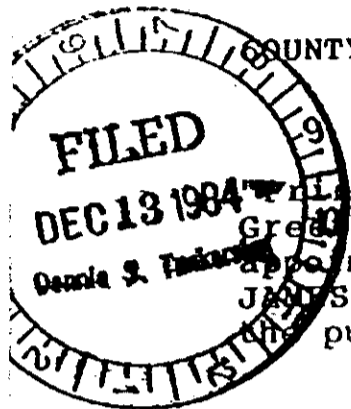


STATE OF SOUTH CAROLINA)
) POWER OF ATTORNEY
COUNTY OF GREENVILLE)



KNOW ALL MEN BY THESE PRESENTS that as Principal (the Principal") I, RUTH SMITH BARTON, a resident of the City of Greenville, the State and County aforesaid, have made, constituted and appointed and by these presents do make, constitute and appoint JAMES E. BARTON, SR. my true and lawful attorney ("Attorney") for purposes hereinafter set forth:

ARTICLE I

EMPOWERMENT OF ATTORNEY

Attorney is authorized in Attorney's absolute discretion from time to time and at any time with respect to my property, real or personal, at any time owned or held by me and without authorization of any court and in addition to any other rights, powers or authority granted by any other provision of this power of attorney or by statute or general rules of law (and regardless of whether I am mentally incompetent or physically or mentally disabled or incapable of managing my property and income), with full power of substitution, as follows:

A. Powers in General

To do and perform all and every act, deed, matter, and thing whatsoever in and about my estate, property and affairs as fully and effectually to all intents and purposes as I might or could do in my own proper person, if personally present, the specifically enumerated powers described below being in aid and exemplification of the full, complete, and general power herein granted and not in limitation or definition thereof.

B. Powers Relating to Management of Assets

1. To buy, receive, lease as lessor, accept or otherwise acquire; to sell, convey, mortgage, grant options upon, hypothecate, pledge, transfer, exchange, quit-claim, or otherwise encumber or dispose of; or to contract or agree for the acquisition, disposal or encumbrance of any property whatsoever or any custody, possession, interest, or right therein, for cash or credit and upon such terms, considerations and conditions as Attorney shall think proper, and no person dealing with Attorney shall be bound to see to the application of any monies paid;

2. To take, hold, possess, invest or otherwise manage any or all of my property or any interest therein; to eject,

R.S.B.

(CONTINUED ON NEXT PAGE)

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