CLESS FRANTWORTH

STATE OF SOUTH CAROLINA)

TRUST AGREEMENT

COUNTY OF GREENVILLE)

THIS AGREEMENT, made this 29th day of December, 1966, and executed in duplicate, between Louise J. Watkins, of Greenville, South Carolina, hereinafter referred to as the "Settlor", and Roy E. Watkins, Jr. and Dayne S. Watkins, of Belton, South Carolina, hereinafter referred to as the "Trustees":

WITNESSETH:

THAT, whereas the Settlor desires to establish an irrevocable Trust of an interest in certain real estate presently owned by her and such other property as may from time to time be conveyed to the Trustees for the use and benefit of the beneficiaries hereinafter named,

NOW, THEREFORE, for and in consideration of the premises and the mutual covenants herein contained, the Trustees do hereby agree to receive, hold, manage and administer in accordance with the terms and provisions of this Trust Agreement any and all property which may come into their hands as Trustees, including an interest in certain real estate presently owned by Settlor which Settlor contemplates conveying to the Trustees by separate deed or deeds of conveyance,

TO HAVE AND TO HOLD, any and all property which the Settlor or any other person or party may hereinafter add to said Trust or which the Trustees may hereafter hold or acquire hereunder, in trust, nevertheless, for the following uses and purposes and subject to the terms, conditions, powers, and agreements hereinafter set forth:

(Continued on next page)