FILED
GREENVILLE CO. S. C.
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DONNIE S. TANKERSLEY
R.M.C.

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

KNOW ALL MEN BY THESE PRESENTS that as Principal (the "Principal") I, HELEN GILFILLIN BUNCH, a resident of the State and County aforesaid, have made, constituted and appointed and by these presents do make, constitute and appoint James M. Gilfillin, Jr. my true and lawful attorney ("Attorney") for the purposes hereinafter set forth.

Subject to the limitations 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, Eugene A. Gilfillin, Jr. for the purposes hereinafter set forth. So long as the limitations described below shall apply to Eugene A. Gilfillin, Jr., he 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 limitations described below no longer apply.

(a) The limitations referred to above upon the authority of my Standby Attorney to act hereunder are as follows:

(i) In no event is Eugene A. Gilfillin, Jr. authorized to act hereunder so long as James M. Gilfillin, Jr. is living, competent to act and has not resigned nor been removed.

(b) The limitations upon the authority to act of a Standby Attorney shall not apply if such Standby Attorney has executed and delivered an affidavit setting forth that the limitations described above upon such Standby Attorney's authority to act do not then apply. Upon the execution and delivery of such an affidavit by a Standby Attorney, such Standby Attorney shall be authorized to act as Attorney and no person acting in reliance upon such affidavit shall incur liability to me or to my estate.

(c) A Standby Attorney is subject to removal as provided in Article II, paragraph D, hereof.

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 owner proper person, if personally present, the specifically enumerated pwoers described below being in aid and exemplification of the full, complete, and general power herein granted and not in limitation or definition thereof.

STATE OF SOUTH CAROLINA
DOCUMENTARY
STAMP

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