



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

KNOW ALL MEN BY THESE PRESENTS, that we, J. Harvey Cleveland, Jr. and Elizabeth C. Livingston, residents of the county and state aforesaid, reposing special trust and confidence in our mother, Hazle Baker Cleveland, have made, constituted, and appointed, and by these presents do make, constitute, and appoint Hazle Baker Cleveland of the state and county aforesaid as our true and lawful agent and attorney-in-fact, to act in, manage, and conduct all our estate and all our affairs, and for that purpose for us and in our name, place and stead, and for our use and benefit, and as our act and deed, to do and execute, or to concur with persons jointly interested with ourselves therein the doing or executing of, all or any of the following acts, deeds and things, to-wit:

1. To buy, receive, lease, accept, or otherwise acquire; to sell, convey, mortgage, hypothecate, pledge, quitclaim, or otherwise encumber or dispose of; or to contract or agree for the acquisition, disposal or encumbrance of any property whatsoever and wheresoever situated, be it real, personal, mixed, or any custody, possession, interest or right therein or pertaining thereto, upon such terms as our said attorney shall think proper.

2. To take, hold, possess, invest, lease, or let or otherwise manage any or all of our real, personal or mixed property, or any interest therein, to object, remove, or relieve tenants or other persons from and protect, preserve, insure, remove, store, transport, repair, rebuild, modify, or improve the same or any part thereof.

3. To make, do, and transact all and every kind of business of whatever nature or kind whatsoever, including the receipt, recovery, collection, payment, compromise, settlement, and adjustment of all accounts, legacies, bequests, interest, dividends, annuities, demands, debts, taxes, and obligations which may now or hereafter be due, owing or payable by us or to us.

4. To make, endorse, accept, receive, sign, seal, execute, acknowledge, and deliver deeds, assignments, agreements, certificates, hypothecations, checks, notes, mortgages, bonds, vouchers, receipts, and other instruments in writing of whatsoever kind and nature as may be necessary, convenient, or proper in the premises.

5. To deposit and withdraw for the purposes hereof, in either our said attorney's name or our names or jointly in both our names, or jointly with any other person or persons, in or from any banking or savings and loan institution, any funds, negotiable papers, or monies which may come into our said attorney's hands as such attorney or which we now or hereafter may have on deposit or be entitled to.

GIVING AND GRANTING unto our said attorney full power and authority to and perform all and every act, deed, matter and thing whatsoever about our estate, property, and affairs as fully and effectually to all intents and purposes as we might or could do in our own proper person if personally present; the above specifically enumerated powers being in aid and exemplification of the fully complete, and general power herein and not in limitation or definition thereof; and hereby ratifying all that our said attorney shall lawfully do or cause to be done by virtue of these presents.