State of South Carolina,

County of Greenville.

Know all men by these presents that I, Robert G. Williams, Sr., of the City and County of Greenville, in said State, being physically unwell and unable to give the necessary time and effort to the transaction of the various matters of business hereinafter enumerated, have nominated, constituted and appointed, and do hereby nominate, constitute and appoint my sons and sons-in-law, John H. Williams, James H. Johnson, James B. Mayo, Robert G. Williams, Jr., and Sam R. Zimmerman, my true and lawful attorneys in fact, hereby vesting in them or a majority of them full power and authority for me and in my name and stead to take charge of my lands and other property of every sort situate in the Counties of Greenville and Newberry, in said State, and at any other place or places and to manage the same for my best interests; to improve said lands as they in their discretion may deem advisable; to purchase additional lands, if in their judgement it is expedient so to do; to rent out said lands and collect the rents, profits, and income therefrom and from any other property which may belong to me; to borrow money (and for that purpose to execute and deliver notes, bonds and other evidences of indebtedness and to secure the same by a pledge of any collateral, except real estate); and in general to perform all such acts with respect to said property as I myself might perform, except to execute deeds or mortgages of real estate, and from the moneys received by them to pay the taxes and defrey the expenses of improvements upon said property; to pay for any lands purchased by them and to pay all other costs and expenses of holding, improving and caring for said property; and after making such payments to turn over to me such amounts as I may need for my support; and to devote the remainder of such net profits to the extensuishment of all debts which I now owe and may hereafter incur; Hereby giving and granting to my said attorneys or a majority of them all powers reasonably necessary or convenient in the performance of the duties hereinabove outlined, even though the performance of such duties might seem to require fuller or more ample powers than are hereinabove specifically granted; with full power of substitution and revocation; Hereby ratifying and confirming all that my said attorneys or a majority of them may lawfully do or cause to be done by virtue of these presents. In witness whereof I have hereunto set my hand and affixed my seal on this the twelfth day of February, A.D. 1914.

Signed, sealed and delivered

in the presence of:

R.G. Williams, (L.S.)

J.W. Flynn,

L.O. Patterson,

State of South Carolina,

County of Greenville.

Personally appeared before me J.W. Flynn and made oath that he saw the within named Robert G.-Williams, Sr., sign, seal and as his act and deed deliver the within written power of attorney and that he with L.O. Patterson witnessed the execution thereof.

Sworn to before me this 12th,

day of February, A.D. 1914.

J.W. Flynn

L.O. Patterson (L.S.)

Notary Public for South Carolina.

Recorded for March 31st, 1914.