SEP 10 10 10 AH '80

STATE OF SOUTH CAROLINA **GREENVILLE** COUNTY OF

AMENDMENT TO TRUST AGREEMENT AND ASSIGNMENT OF INTEREST

WHEREAS, on April 15, 1967, the parties hereto (except Louis P. Batson, Jr. and H. Elliott Batson) together with Albert Q. Taylor, Jr., C. Victor Pyle, Jr. and C. Fred W. Manning entered into a Trust Agreement with Ralph Bailey, Jr., Ben K. Norwood, Jr. and C. Victor Pyle, Jr., as Trustees, which Trust Agreement is recorded in the office of the Registrar of Mesne Conveyance for Greenville County in Deed Book 819 at page 113; and,

WHEREAS, on July 6, 1971, by deed recorded in the office of the Registrar of Mesne Conveyance for Greenville County in Deed Book 919 at page 524, C. Fred W. Manning conveyed to the trustees his undivided one-seventh (1/7) interest in and to the property which was the subject of the aforesaid Trust Agreement and relinquished all rights in the trust; and

WHEREAS, the aforesaid Trust Agreement was amended by an Amendment to Trust Agreement dated October 15, 1973, and recorded on October 16, 1973, in the office of the Registrar of Mesne Conveyance for Greenville County in Deed Book 986 at page 221; and,

WHEREAS, the aforesaid Trust Agreement was further amended by an Amendment to Trust Agreement dated October 23, 1978, and recorded on October 24, 1978, in the office of the Registrar of Mesne Conveyance for Greenville County in Deed Book 1090 at page 500;

NOW, THEREFORE, for and in consideration of the covenants contained herein and in consideration of the payment of valuable consideration by Louis P. Batson, Jr., & H. Elliott Batson, to Ralph Bailey, Jr. and Rex L. Carter, the undersigned parties do hereby agree as follows:

1) Ralph Bailey, Jr. and Rex L. Carter do hereby assign all their right, title and interest in and to the aforesaid Trust Agreement and the real property which is the principal thereof to Louis P. Batson, Jr. and H. Elliott Batson, in equal shares, to be theirs absolutely; and, further, Ralph Bailey, Jr. and Rex L.

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