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S.C.
CLERK OF COURTS
GREENVILLE
S.C.

STATE OF SOUTH CAROLINA

COUNTY OF GREENVILLE

TRUST

BE IT KNOWN AND REMEMBERED that on the 5th day of January, 1962, I, THEODORE T. WAGNER, of the County and State aforesaid, do hereby establish "The Wagner Trust."

1. I do hereby name and designate myself, the said Theodore T. Wagner, and Minnie H. Wagner, as Trustees of the said Trust and reserve unto myself the power to designate a successor trustee, or trustees, at any time.

2. I, Theodore T. Wagner, do hereby assign, transfer, deliver unto the Trustees, their successors and assigns, the assets listed in the schedule attached hereto and made a part hereof, in trust for the purpose, with the powers and subject to the limitations hereinafter expressed. From time to time I, the said Theodore T. Wagner, may transfer to the Trust such property as may be designated and for the same uses and purposes as herein set forth, together with any accumulations or any income or profit therefrom.

Page # 1 TTW

3. TO HAVE AND TO HOLD in trust nevertheless, for the following uses and purposes and subject to the terms, conditions, powers and agreements hereinafter set forth. The Trustees do hereby accept any and all transfers made or to be made to them as Trustees during the continuance of their Trust for my son, Theodore T. Wagner, Jr., for the purposes and with the powers and subject to the limitations hereinafter expressed.

4. The Trustees shall have full power to sell and resell, at private sale, exchange, transfer and convey from time to time any or all of the property in which the trust fund, or any portion thereof, may now or hereafter be invested. To invest and reinvest the trust fund and any portions thereof in real or personal property, or to make loans thereof with the express authority to retain the investments as part of the trust fund; to improve, repair and lease any real estate in which any portion of the trust fund may be invested. To collect the principal proceeds of sale, rents, profits, dividends, interest and income; and to pay all taxes and assessments and costs, and expenses of administering the trust; and preserving, improving or repairing the property held by it. The Trustees shall also have power at any time, in their discretion, to borrow money and to secure such loan by pledge of any personal property or mortgage of any real estate belonging to the trust and may from time to time make advances out of the trust for the beneficiary, or for other proper purposes and may repay such advances with interest.

5. During my lifetime any income or profits from the trust shall be accumulated and held by me as Trustee except as provided above.

6. This declaration of trust shall be irrevocable and the grantor hereby relinquishes all right, title and interest in and to the properties deposited hereunder and any securities and properties which may hereafter be deposited hereunder and do vest in the Trustees all right, title and interest in and to the said securities and properties deposited hereunder.

7. Upon the death of the grantor, Theodore T. Wagner, this Trust shall terminate and the corpus and all of the assets in the Trust shall be