

SOBANCO PROPERTIES, INC.

(SEAL)

By: Thomas C. Vandiver

ATTEST:

Frank M. [Signature]

Robert A. [Signature]
J. Henry Ditton
D. W. Beattie
[Signature]
[Signature]

Harry R. Stephenson
[Signature]
Thomas C. Vandiver

A Majority of the Directors of
SOBANCO PROPERTIES, INC.

SOUTHERN BANCORPORATION, INC. hereby joins in the foregoing Agreement, undertakes that it will be bound thereby and that it will do and perform all of the acts and things therein referred to or provided to be done by it.

IN WITNESS WHEREOF, Southern Bancorporation, Inc. has caused this undertaking to be made by its duly authorized officers and its corporate seal to be hereunto affixed as of the date first above written.

SOUTHERN BANCORPORATION, INC.

(SEAL)

By: Thomas C. Vandiver
Thomas C. Vandiver
Chairman of the Board

ATTEST:

[Signature]
H. J. Aimers, Jr.
Secretary

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