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BOOK 1137 PAGE 446

Standard N.Y.B.T.U. Form 8038 5M 4 69 DONN TANKERSLEY  
General Power of Attorney, Statutory Short Form

CONSULT YOUR LAWYER BEFORE SIGNING THIS INSTRUMENT - THIS INSTRUMENT SHOULD BE USED BY LAWYERS ONLY

Notice: The powers granted by this document are broad and sweeping. They are defined in New York General Obligations Law, Article 5, Title 15, sections 5-1502A through 5-1503, which expressly permits the use of any other or different form of power of attorney desired by the parties concerned.

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a GENERAL POWER OF ATTORNEY pursuant to Article 5, Title 15 of the New York General Obligations Law:

That Eastland Properties, Inc. by Joel I Beeler, President and 1980 Equidyne Properties - II by Equidyne Properties, Inc., General Partner, by Joel I Beeler, President, whose address is 351 East 84th Street, New York, New York 10028, respectively

JB

do hereby appoint MARK SCHWARZ

residing at No. 200 East 62nd Street, New York, New York 10021

my attorney(s)-in-fact TO ACT(a)

(a) If more than one agent is designated and the principal wishes each agent alone to be able to exercise the power conferred, insert in this blank the word "severally". Failure to make any insertion or the insertion of the word "jointly" will require the agents to act jointly.

FIRST: in my name, place and stead in any way which I myself could do, if I were personally present, with respect to the following matters as each of them is defined in Title 15 of Article 5 of the New York General Obligations Law to the extent that I am permitted by law to act through an agent:

(Strike out and initial in the opposite box any one or more of the subdivisions as to which the principal does NOT desire to give the agent authority. Such elimination of any one or more of subdivisions (A) to (K), inclusive, shall automatically constitute an elimination also of subdivision (L).)

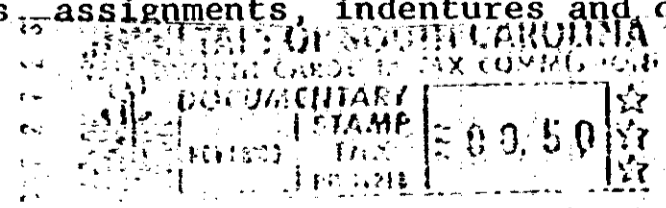
- To strike out any subdivision the principal must draw a line through the text of that subdivision AND write his initials in the box opposite.
- including execution of Promissory Notes, real estate mortgages, financing
  - (A) real estate transactions; / [ ] statements and all
  - (B) chattel and goods transactions; [ ] other loan documents.
  - (C) bond, share and commodity transactions; [ ]
  - (D) banking transactions; [ ]
  - (E) business operating transactions; [ ]
  - (F) insurance transactions; [ ]
  - (G) estate transactions; [ ]
  - (H) claims and litigation; [ ]
  - (I) personal relationships and affairs; [ ]
  - (J) benefits from military service; [ ]
  - (K) records, reports and statements; [ ]
  - (L) all other matters; [ ]

(Special provisions and limitations may be included in the statutory short form power of attorney only if they conform to the requirements of section 5-1503 of the New York General Obligations Law.)

The powers granted under (A) or (B) above are enlarged so that all fixtures and articles of personal property which at the time of such transaction are or which may thereafter be attached to or used in connection with the real property may be included in the deeds, mortgages, agreements and any other instruments to be executed and delivered in connection with real estate transactions and which may be described in said instruments with more particularity.

I will not question the sufficiency of any instrument executed by my said attorney(s)-in-fact pursuant to this power notwithstanding that the instrument fails to recite the consideration therefor or recites merely a nominal consideration; any person dealing with the subject matter of such instrument may do so as if full consideration therefor had been expressed therein.

This Power of Attorney is limited to transactions relating to 300 Sulphur Springs Road, Greenville, South Carolina, including the execution and delivery of all title documentation, including deeds, mortgages, assignments, indentures and closing agreements.



SECOND: with full and unqualified authority to delegate any or all of the foregoing powers to any person or persons whom my attorney(s)-in-fact shall select.

IN WITNESS WHEREOF the undersigned by its duly authorized officer has executed this document and affixed its seals this 13th day of October, 1980.

Witness signatures

EASTLAND PROPERTIES, INC.  
BY: Joel I. Beeler

1980 EQUIDYNE PROPERTIES - II  
By: Equidyne Properties, Inc.  
General Partner

BY: Joel I. Beeler, President

Note: The statute requires that this instrument be for proof by subscribing witness. (See over)

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