STATE OF SOUTH CAROLINA)
COUNTY OF GREENVILLE)

DECLARATION OF TRUST

THIS AGREMENT and DECLARATION OF TRUST made this

20 day of June, 1956, between EMPIR McCRARY HENRY (hereinafter called the "Grantor") and ROBERT CARTER HENRY (hereinafter
called the "Trustee"), both of the City of Greenville, County and
State aforesaid.

-: WITNESSETH :-

That the Grantor, for and in consideration of the premises and of the mutual covenants and undertakings of the Trustee herein, hereby assigns, transfers, and sets over to the Trustee Seven Thousand Two Hundred and Nine (7,209) shares of the Massachusetts Investors Trust, upon the express trusts and conditions, and with the powers and limitations hereinafter conferred and set forth.

I.

E.TU.H.

The Trustee shall hold said shares, manage, invest and reinvest the same, and collect, receive, and pay out the income thereof and distribute the principal thereof as follows:

(1) Until the termination of this trust as hereinbelow provided, and after deducting from the aforesaid income all necessary and proper expenses in connection with the administration thereof that are payable out of income, the Trustee shall pay the net income of this trust, not less often than quarterly in each year, to the Grantor's son, Robert Carter Henry, for and during the term of his natural life, and after his death to the Grantor's daughter-in-law, Kathryn Noble Henry, if she is then living, for and during the term of her natural life; and upon and after her death (or upon the death of the Grantor's said son, if said daughter-in-law shall not survive: him) in equal shares, per stirpes, to such CONTINUED ON NEXT PAGE)