

FEB 2 1989

STATE OF NEW YORK )

POWER OF ATTORNEY

COUNTY OF Westchester )

KNOW ALL MEN BY THESE PRESENTS That I, WILLIAM C. MORRO, JR., of Chappaqua, New York, 3 Joan Drive, hereby appoint James M. Shoemaker, Jr. of Greenville, South Carolina my true and lawful attorney to act in, manage and

conduct all my affairs, and for that purpose in my name and on my behalf to do and execute all or any of the following acts, deeds and things, that is to say:

1. To ask, demand, sue for, recover and receive all sums of money, debts, dues, goods, wares, merchandise, chattels, effects and things of whatsoever nature or description which now are or hereafter shall be or become due, owing, payable or belonging to me in or by any right, title, ways, or means howsoever, and upon receipt thereof or of any part thereof to make, sign, execute and deliver such receipts, releases or other discharges for the same respectively as he shall think fit or be advised.

2. To settle any account or reckoning whatsoever wherein I now am or at any time hereafter shall be in any wise interested or concerned with any person whomsoever, and to pay or receive the balance thereof as the case may require.

3. To receive every sum of money which now is or hereafter shall be due or belonging to me upon the security or by virtue of any mortgage and on receipt of the full amount secured thereby to execute a good and sufficient release or other discharge of such mortgage by deed or otherwise.

4. To compound with or make allowances to any person or in respect to any debt or demand whatsoever which now is or shall at any time hereafter become due and payable to me, and to take and receive any composition or dividend thereof or thereupon, and to give releases or other discharges for the whole of such debts or demands, or to settle, compromise, or submit to arbitration every such debt or demand and every other right, matter and thing due to or concerning me as my attorney shall think best, and for that purpose to enter into and execute and deliver such bonds of arbitration or other instruments as my attorney may deem advisable in the premises.

5. To commence, prosecute, discontinue or defend all actions or other legal proceedings touching my estate or any part thereof or touching any matter in which I or my estate may be in any wise concerned.

6. To enter into and upon all and singular my real estate, and to let, manage and improve the same or any part thereof, and to repair or otherwise improve or alter, and to insure any buildings thereon.

7. To contract with any person for leasing for such periods, at such rents and subject to such conditions as my attorney shall see fit, all or any of my said real estate, and to let any such person into possession thereof, and to execute all such leases and contracts as shall be necessary or proper in that behalf, and to give notice to quit to any tenant or occupier thereof, and to receive and recover from all tenants and occupiers thereof or of any part thereof of all rents, arrears of rents, and sums of money which are now or shall hereafter become due and payable in respect thereof, and also on nonpayment thereof

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