

GREENVILLE CO. S. C.  
AUG 20 3 37 PM '79  
DORRIS W. WALKER  
GREENVILLE S. C.

MAIL TO  
GADDY & DAVENPORT  
P. O. BOX 10267  
GREENVILLE, S. C. 29603

VOL 1110 PAGE 284

STATE OF SOUTH CAROLINA )  
COUNTY OF GREENVILLE )

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that as principal (the "Principal") I, George W. Davenport, a resident of Greer, the State and County aforesaid, have made, constituted and appointed and by these presents do make, constitute and appoint D. Denby Davenport, Jr. my true and lawful attorney ("Attorney") for the purposes hereinafter set forth.

Subject to the limitations set forth in this paragraph, I have also made, constituted and appointed and by these presents do make, constitute and appoint as my true and lawful attorney(s), Sidney N. Davenport, for the purposes hereinafter set forth. So long as the limitations described below shall apply to Sidney N. Davenport, he or such of them to whom such limitations apply shall be referred to herein as my "Standby Attorney(s)." The term "Attorney" as used herein shall apply to any Standby Attorney at such time as the limitations described below no longer apply.

(a) The limitations referred to above upon the authority of my Standby Attorney(s) to act hereunder are as follows:

(1) In no event is Sidney N. Davenport authorized to act hereunder so long as D. Denby Davenport, Jr. is living, competent to act and has not resigned nor been removed;

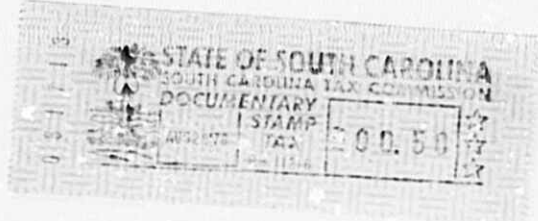
(b) The limitations upon the authority to act of a Standby Attorney shall not apply if such Standby Attorney has executed and delivered an affidavit setting forth that the limitations described above upon such Standby Attorney's authority to act do not then apply. Upon the execution and delivery of such an affidavit by a Standby Attorney, such Standby Attorney shall be authorized to act as Attorney and no person acting in reliance upon such affidavit shall incur liability to me or to my estate.

(c) A Standby Attorney is subject to removal as provided in Article II, paragraph D, hereof.

ARTICLE I.

Empowerment of Attorney

Attorney is authorized in Attorney's absolute discretion from time to time and at any time with respect to my property, real or personal, at any time owned or held by me and without authorization of any court and in addition to any other rights, powers or authority granted by any other provision of this Power of Attorney or by statute or general rules of law (and regardless of whether I am mentally incompetent or physically or mentally disabled or incapable of managing my property and income), with full power of substitution, as follows:



11-3001  
AUG 20 1979  
4328

4328