

371 POWER OF ATTORNEY

STATE OF ALABAMA)

JEFFERSON COUNTY)

KNOW ALL MEN BY THESE PRESENTS, That, HAZEL M. ISBELL

WHEREAS, I, HAZEL M. ISBELL may not from time to time be physically able to handle my business affairs; and

WHEREAS, I desire to designate my daughter, BETTY A. STEINBRECHER, my true and lawful attorney in fact to enable him to handle my business affairs in accordance with his own sound discretion;

NOW THEREFORE, I, HAZEL M. ISBELL do hereby constitute and appoint my daughter, BETTY A. STEINBRECHER, my true and lawful attorney in fact for me and in my name, place and stead, to do any and all things reasonable and necessary in and about the management control, disposition, sale and investment of any property or interest in property which I may own and in and about the transaction of any business in which I am or may in the future be interested at any time at which I am not personally able to be present and conduct such affairs. I further hereby expressly revoke any power of attorney or powers of attorney which I may have heretofore given to anyone in connection with my personal affairs. Without in anywise limiting the generality of the foregoing, but solely in order to define with particularity certain of the powers vested in my daughter, it is hereby expressly provided that she shall have and in my sole discretion and judgment may exercise, among others, all of the powers following, to-wit:

1. Manage and control any shares of stock, certificates or interest bonds or other securities of any corporation, trust or association which I may own, including specifically the right to vote in person or by proxy, in my behalf and in my stead such shares of stock or other securities which may be entitled to a vote at any meeting of stockholders or security holders of any such corporation, trust or association; to concur in any plan, scheme or arrangement for the consolidation, merger, conversion, recapitalization, reorganization, or dissolution, or the lease or disposition of the property

Richard C. Bradley

of any such corporation, trust or association, and generally to participate in and become a party to any such plan, scheme or arrangement and to agree to do so by deposit with a protective or other committee or trustee or otherwise, whether or not any such plan, scheme or arrangement may have been promoted or promulgated and to accept any securities or any denomination or description of any corporation, trust or association which may be a party to or result from any such plan, scheme or arrangement; to exchange and to agree or consent to exchange by others, without participating in such exchange, of any securities of any corporation for other securities of the same corporation of a different class entitled or subject to preferential, subordinate or limited rights, all regardless of any interest of my said attorney in fact which may in fact be adverse to my interest.

2. To enter upon and take possession of any lands, tenements and hereditaments that may belong to me or to the possession of which I may be entitled.

3. To ask, collect and receive any rents, profits, issues or income of any and all such lands, tenements and hereditaments or any part or parts thereof.

4. To pay any and all taxes, charges and assessments that may be levied, assessed or imposed upon any of my lands, buildings, tenements or other structures.

5. To make, execute and deliver any deed, mortgage or lease whether with or without covenants and warranties in respect to any such lands, tenements and hereditaments, or any part or parts thereof that may now or hereafter be erected upon any such lands.

6. To extend, renew, replace or increase any mortgage or mortgages now or hereafter affecting any of my lands, tenements and hereditaments and/or any personal property belonging to me, and, for any of such purposes, to sign, seal, acknowledge and deliver any note or notes, and any extension, renewal, consolidation or apportionment agreement or agreements or any other instrument, whether sealed or unsealed, that may be useful or necessary to accomplish any of the foregoing purposes.

7. To obtain insurance of any kind, nature or description whatsoever, on any of my lands, tenements and hereditaments and/or in connection with the management, use or operation thereof and/or on any personal property belonging to me and/or in respect of the rents, issues and profits arising therefrom, and to make, execute and file proof or proofs of all loss or losses sustained or claimable thereunder, and all other instruments in and about the same, and to make, execute and deliver receipts, releases or other discharges therefor, under seal or otherwise.

8. To demand, sue for, collect, recover and receive all goods, claims, debts, monies, interests and demands whatsoever now due, or that may hereafter be due or belonging to me (including the right to institute any action, suit or legal proceedings for the recovery of any land, buildings, tenements or other structures, or any part or parts thereof, to the possession whereof I may be entitled), and to make, execute and deliver receipts, releases or other discharges therefor, under seal or otherwise.

9. To make, execute, endorse, accept, collect, deposit, and deliver any and all bills of exchange, checks, drafts, notes and trade acceptances.

10. To pay all sums of money, at any time or times, that any hereafter be owing by upon any bill of exchange, check, draft, note or trade acceptance, made, executed, endorsed, accepted and delivered by me, or for me, and in my name, by my said attorney.

11. To sell, mortgage or hypothecate any and all shares of stock, bonds, or other securities now or hereafter belonging to me, and to make, execute and deliver an assignment or assignments of any such shares of stock, bonds or other securities, either absolutely or as collateral security.

12. To defend, settle, adjust, compound, submit to arbitration and compromise all actions, suits, accounts, reckonings, claims and demands whatsoever that now are, or hereafter shall be, pending between me and any person, firm association or corporation, in such manner

and in all respects as my said attorney shall think fit.

13. To file any proof of debt, or take any other proceedings, under the Bankruptcy Act, or under any law of any state or territory of the United States in connection with any such claim, debt, money or demand, and, in any such proceedings or proceeding, to vote in the election of any trustee or trustees, or assignee or assignees, and to demand, receive and accept any dividend or dividends, or distribution or distributions, that may be or become payable therein or thereunder.

14. To hire accountants, attorneys at law, clerks, workmen and to pay and allow to the persons to be so employed such salaries, wages, or other remuneration, as my said attorney shall think fit.

15. To prepare and execute all income tax returns, state and federal, and all other types of tax returns which I might be required to file anywhere, for me, and to assess any property which I may own, both personal and real, for taxation.

16. To buy shares of stock, bonds or any other type of securities for me; and

I, HAZEL M. ISBELL do hereby ratify and confirm all whatsoever that my said attorney shall do or cause to be done in or about the premises by virtue of this power of attorney.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, this 2nd day of December, 1983.

STATE OF ALABAMA  
I CERTIFY THIS  
INSTRUMENT WAS FILED

1985 MAR -7 AM 10:09

X  
HAZEL M. ISBELL

STATE OF ALABAMA)

JUDGE OF PROBATE

JEFFERSON COUNTY)

Rec 10.00  
Ind 1.00  
11.00

I, the undersigned authority, a Notary Public in and for said County and in said State, hereby certify that HAZEL M. ISBELL is incapable of writing her name and hereby witnessed her mark as ( X ) for her signature to the foregoing Power of Attorney, and who is known to me, acknowledged before me on this day that, being informed of the contents of the said Power of Attorney, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal of office, this the 2nd day of December, 1983.

*Anna B. McLaughlin*  
NOTARY PUBLIC  
COMMISSION EXPIRES APRIL 21, 1987

BOOK 020 PAGE 193