THIS INSTRUMENT WAS PREPARED BY: IMIKE T. ATCHISON, ATTORNEY POST OFFICE BOX 822 COLUMBIANA, ALABAMA 35051

STATE OF ALABAMA SHELBY COUNTY

LIMITED POWER OF ATTORNEY

Know all men by these presents, that I, Richard B. Smith, the undersigned, do hereby constitute and appoint Jeff D. Falkner and/or Charles O. Tidmore, to be my true and lawful attorney for me, and in my name, place and stead, and on my behalf, and for my use and benefit, to do the following acts:

1. To make, execute and deliver any deed, mortgage, note, or contract, as well as any and all other agreements, documents, and other written memoranda as may be required in the sale of said lands, whether with or without covenants and warranties, in respect to the following described property:

Any lot located within Paradise Point, Sector 2, as recorded in Map Book 11, Page ____, in the Probate Office of Shelby County, Alahama. **

This power of attorney shall not be affected by my disability, incompetency, or incapacity, but shall be deemed to be durable in accordance with S26-1-2, Code of Alabama, 1975.

This instrument is to be construed and interpreted as a specific power of attorney. The rights, powers and authority of said attorney-in-fact granted in this instrument shall commence and be in full force and effect on September 1, 1986, and such rights, power and authority shall remain in full force and effect thereafter until I, Richard B. Smith, give notice in writing that such power is terminated, or until all the lots in said Paradise Point, Sector 2, have been sold, at which point, said power of attorney, will terminate automatically.

Given under my hand and official seal, this 57 day of September, 1986.

STATE OF ALA. SHELBY CO. I CERTIFY THIS INSTRUMENT WAS FILED

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STATE OF ALABAMA SHELBY COUNTY

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JUDGE OF PROBATE

I, the undersigned authority, a Notary Public, in and for said County, in said State, hereby certify that Richard B. Smith, whose name is signed to the foregoing conveyance, and who is known to me acknowledged before me on this day, that being informed of the contents of the conveyance, he executed the same voluntarily on the day that the same bears date.

Given under my hand and official seal, this 5 day of September,

Notary Public

** Said subdivision being more particularly described as follows:

That part of the East 1/2 of the NW 1/4 of the NE 1/4 and the NE 1/4 of the NE 1/4 of Section 1, Township 22 South, Range 1 East, Shelby County, Alabama, which lies South and West of Lay Lake and above the 397 contour of Lay Lake.