

STATE OF ALABAMA

COUNTY OF SHELBY

DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, CHARLES E. VALENTINE, a resident of Shelby County, Alabama, do hereby constitute and appoint DORA R. VALENTINE, of Shelby County, Alabama, as my true and lawful Attorney-in-Fact for me and in my name and stead to transact and manage any and all of my business affairs of every kind and description, and as such Attorney-in-Fact I do authorize and empower DORA R. VALENTINE to take charge of any and all of my personal property and real estate of every kind and description, with the power to take possession of any and all personal and real property or any part thereof, and to possess, manage, lease, sell or otherwise dispose of the same as in the discretion of my said Attorney may seem best; to sell or exercise my "rights" issued on any securities; to execute and deliver in my name any bills of sale, deeds, promissory notes, mortgages or other instruments affecting monies or other property due, or that may become due, to me and to execute all releases and acquittance for the satisfaction of the same, including the right to mark satisfied on the margin of the record of same any mortgage now or hereafter owned or held by me; to endorse any and all checks made payable to me; make withdrawals for my benefit, from any financial accounts in my name, to vote in person or by proxy on any stocks or securities held by me; to execute in my name any and all tax returns, including declarations of estimated tax, gift tax returns, or income tax returns required to be filed with the Treasury Department of the United States or the State Department of Revenue of the State of Alabama; to draw checks on funds standing in my name in any bank or banks; to make such investments or reinvestment of any of my funds or the proceeds from the disposition of any of my property as in my Attorney's judgment may be to my best interest; and

I do further authorize and empower my said Attorney in my name and stead to execute any and all instruments and to do all such acts and things and generally to act as my Attorney in any and all other matters which I may be interested or concerned as fully and as effectually in all respects as I, myself, could do if personally present; and

This Power of Attorney shall not be affected by disability, incapacity or incompetency of the undersigned. All acts done by my Attorney-in-Fact pursuant to this durable power of attorney during any period of my disability, incompetency or incapacity shall have the same effect and inure to the benefit of and bind me as if I were competent, not disabled and not incapacitated; and I hereby for myself, my heirs, executors and administrators ratify and confirm whatsoever my said Attorney shall do by virtue of these presents.

Set forth immediately following is the signature of my Attorney-in-Fact:


DORA R. VALENTINE

IN WITNESS WHEREOF I, CHARLES E. VALENTINE have hereunto set my hand and seal this 20th day of May, 1997.


CHARLES E. VALENTINE

Inst # 1997-17651

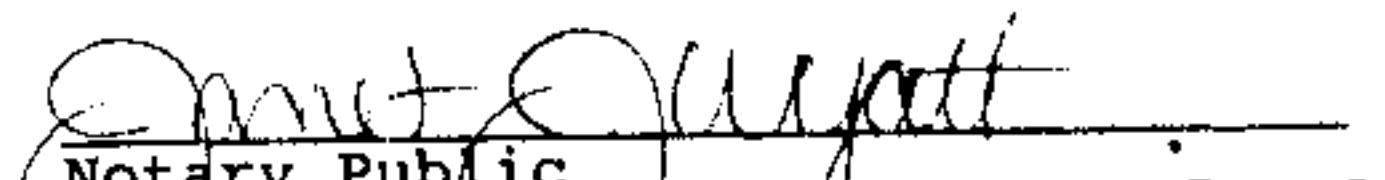
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10:19 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MEL 11.00

Inst # 1997-17651

STATE OF ALABAMA
COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said county and state, do hereby certify that CHARLES E. VALENTINE, whose name is signed to the foregoing Power of Attorney and who is known to me, acknowledge before me on this day, that being informed of the contents of the Power of Attorney, he executed the same voluntarily on the date the same bears date.

GIVEN under my hand and official seal on this the 27th day of May, 1997.


Notary Public
My Commission Expires: 11-13-2000

Inst # 1997-17651

06/05/1997-17651
10:19 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MEL 11.00