

STATE OF ALABAMA  
JEFFERSON COUNTY

CERTIFIED AS A  
TRUE AND CORRECT COPY

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, That I, Kathryn O. Horst, of the City of Pelham, County of Shelby, State of Alabama, hereby nominate, constitute and appoint my niece, Kathryn M. Farr, of Hoover Alabama, county of Jefferson, State of Alabama, a sample of whose signature appears below, as my true and lawful attorney in fact (hereinafter sometimes referred to as my "attorney"), for me from time to time and in my name, place and stead to do any and all acts which I could do if personally present, hereby intending to give to my said attorney the fullest and broadest powers to act for me.

If my attorney, Kathryn M. Farr, should fail or cease to serve as my attorney in fact, I constitute and appoint Mary M. Johnson as successor attorney in fact, a sample of whose signature appears below. My successor attorney in fact shall have the same rights, powers, duties, responsibilities and exceptions as are herein conferred upon my original attorney in fact.

It is not my intention by setting out specific powers and authorizations to limit or cut down the broad powers given herein, but to clarify and support such gifts of power by expressly giving and granting unto my said Attorney-in-Fact full power:

1. To make, draw, sign, accept, endorse for any purpose, deposit, withdraw, discount, deliver notices, checks, drafts and other instruments for the payment of money, including specifically to my attorney's own credit or account; to examine, receive and sign receipts for canceled checks, vouchers, statements of account or of any property in which I may have an interest, and to acknowledge the correctness of any statement of any account; whether owing to or by me or relating to any property held for me;
2. To ask, demand, sue for, recover, receive, collect and give receipts, releases and discharges for, all sums of money, debts, dues, accounts, dividends on stocks, interest on bonds or mortgages, rents, bequests, legacies, trust monies, tax or other refunds, and other obligations or property which are or shall become due, owing and payable to me;
3. To institute, prosecute, defend, compromise, settle, arbitrate or otherwise dispose of any and all actions or proceedings, either at law or in equity, including actions for the foreclosure or enforcement otherwise of any mortgage or lease, upon any real or personal property; and to execute and deliver any bonds, undertakings or recognizance that my said attorney may; approve in any such or other actions or proceedings, whether the same be given under statutory requirement or otherwise, including such bonds or undertakings as may be necessary or desirable for the purpose of perfecting a compromise of any appeal from any judgement or decree in any such actions or proceedings which in any way may concern me or my property, or my right, title or interest therein; to compel accountings and filing of inventories; to employ and compensate attorneys to appear for and represent me in any action or proceeding instituted in my behalf or against me; to substitute any other attorney or attorneys and to appoint associate attorneys;
4. To represent me in any and all proceedings now pending or hereafter arising between me and the Treasure Department of the Unites States Government or any other Governmental authorities relative to my income, gift, estate or other tax liability for all years, granting unto my said Attorney-in-Fact, full power in my name and on my behalf to appear before proper officials, to adjust, settle, compromise or otherwise dispose of all questions relative to any of the said tax liabilities, to receive copies of my tax returns and any papers, letters or other communications concerning the said tax liabilities, to sign any waivers, to sign closing agreements for final determination of tax liability, to prepare, sign and file with any and

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governmental authorities tax returns or other returns, protests, appeals and other documents, to execute and file refund claims or any other claims, and to receive, to endorse and collect, checks in settlement of any refund, to execute and file petitions to the Tax court of the United States and all other papers in connection with such proceedings, to substitute in the place and stead of said attorneys any other attorney or attorneys and to appoint associate attorneys;

5. To obtain credit or borrow money in any currency, (including all manner of credits and letters of credit); to renew any loan or extension of credit;

6. To sell or agree to sell at private or public sale, convey by warranty, quit claim or other kind of deed, grant, transfer, lease and rent for such periods as my attorney may deem proper, though exceeding five years, exchange, pledge, hypothecate, mortgage, lend, possess, occupy, use, insure and make repairs upon any property, real or personal, or any interest in such property, which may now or in the future belong to me, upon such terms and conditions as my attorney may deem best; to erect, tear down or make repairs upon any building;

7. To buy, or agree to buy or to lease any property, real or personal, or any interest therein, and to execute and deliver a purchase money mortgage as part of the purchase price thereof;

8. To buy, sell, exchange, pledge, hypothecate, mortgage, endorse for transfer or for any other purpose, register or cause to be registered in the name of any nominee, deliver, assign, transfer and execute all necessary documents of assignment and transfer, dispose of, provide for the safekeeping of, and otherwise deal with any stocks, bonds or other securities or any real or personal property whatsoever;

9. To buy, sell, transfer or dispose of for present or future delivery American or foreign moneys, credits or exchange, on deposit or otherwise, and all manner of instruments representative thereof, by endorsement or from, close and reopen accounts of every manner and description in American or foreign currencies with any banks, bankers, or trust companies, national banks, savings banks, stock brokers, fiduciaries or other depositories or institutions, American or Foreign, wheresoever situated;

10. To invest and reinvest any funds that may now be in or later come into my said attorney's hands with full discretion in my said attorney to select the investments and reinvestments; and this discretion shall not be limited to those investment and reinvestments of the character authorized by the laws of any state for trust investments; to deposit any stocks, bonds or other securities with any broker and to authorize him to buy, sell, pledge, or exchange any stocks, bonds or other securities on a margin or otherwise; to loan any sum of money with or without interest;

11. To undertake performance of any and all acts, whether or not otherwise specifically enumerated herein, including the sale of any property or the borrowing of any funds, which my attorney considers necessary or appropriate in order to purchase United States Treasury Bonds redeemable at par in payment of federal estate taxes; provided, however, that nothing herein shall be construed as requiring my attorney to acquire such bonds.

12. To consent to, join in or oppose any condemnation or other proceeding, or any action brought to acquire any of my real or personal property or any interest therein;

13. To apply for an effect any and all kinds of insurance including, without limitation, fire, burglary, theft and war risk insurance; to pay any and all premiums thereon to cancel and terminate any insurance and to receive payment in connection therewith;

14. To execute and deliver agreements, instruments or documents of any kind and for any purpose deemed necessary or proper by my attorney to carry out the acts herein authorized, including agreements for the extension of time for the payment of any sum of money due me;

15. To have access to and to remove the contents of any and all safe deposit boxes

which I now or hereafter may have with any bank, safe deposit company or other organization;

16. To pay, renew, secure, settle or compromise any debt, claim or other liability due from me; to collect, renew accept security for, settle, or compromise any debt, claim or other liability due to me;

17. To attend and vote as my proxy or to authorize any other person or persons to attend and vote as my proxy at any meetings of stockholders or bondholders of any corporation or company, or on any occasion that voting by proxy is permitted; to take part in any stockholders', bondholders', or creditors' reorganization plan, and to give any consents and waivers in connection with such meetings or plan; to consent to or oppose any merger or consolidation of any corporation and company, or any sale or lease of its property or any part thereof; to deposit securities under protective agreements or with protective committees with or without discretion thereby being delegates; to pay all assessments, subscriptions and other sums of money as my attorney may deem expedient for the protection of my interest as holder of any stocks, bonds, or other securities, and to make any and all necessary payments therefor;

18. To irrevocably disclaim, refuse or renounce any part or all of any gift, devise or bequest made to me; and to execute any and all instruments that are necessary to make a "qualified disclaimer" pursuant to Section 2518 of the Internal Revenue code of 1954, as amended;

19. The attorney is expressly authorized and shall have the power to transfer any or all of my assets to any trust, whether created before or after the execution of this power of attorney, provided that such trust, is solely for my benefit, may be amended or revoke by me (and/or the holder of my power of attorney) at any time, and shall provide that at my death all assets then held in such trust shall be delivered to the personal representative of my estate.

20. To determine my place of residence from time to time, to pay my ordinary household expenses, to arrange for and pay the costs of medical, dental, nursing, hospital, convalescent and other health care and treatment, including admission to hospitals, nursing homes, rest homes or other care facilities or institutions; to consent to treatment, including but not limited to, benefits under Social Security, Medicare and Medicaid; to obtain on my behalf copies of medical reports, summaries or other related information concerning me made or taken before or after the date of this instrument, and to execute any written consents on my behalf for the disclosure of such reports, summaries, or related information as may be required under any applicable federal statute, statutes of any state of the United States, or ordinances, rules or requirements of any local government municipality, authority or agency.

21. The attorney is expressly authorized and shall have the power to make nontaxable gifts of any of my assets to any descendant (including nontaxable gifts to my attorney hereunder) and/or to a charity; provided, however, that I have made prior gifts to such charity an in no event shall any gift to such charity hereunder exceed in value the prior gifts, and to consent to have gifts treated as split gifts as allowed by law.

Any banks, bankers, trust companies, national banks, savings banks, safe deposit companies, stock brokers, fiduciaries, depositories or other institutions, persons, firms or corporation may act in reliance hereon and shall be fully protected even though the said attorney, may be dealing with herself, as it is contemplated that such may be the case.

I hereby expressly revoke any power of attorney theretofore given covering the authority and powers herein granted, without prejudice, however, to anything lawfully done or caused to be done under any power of attorney theretofore given, and I hereby ratify and confirm all previous acts of my attorney with the same force as if such acts had been done after the execution and delivery of this power of attorney.

I may at any time revoke this power of attorney, but it shall be deemed to be in full force and effect as to all persons, institutions and organizations which shall act in reliance thereon prior to the receipt of written revocation thereof signed by me and prior to receipt of actual

notice of my death.

This power of attorney shall be governed by the laws of the State of Alabama.

Reproductions of this executed original (with reproduced signatures and the certificate of acknowledgment) shall be deemed to be original counterpart of this power of attorney.

Specimen of signature attorney:

Kathryn M. Farr 12-30-97  
Kathryn M. Farr  
PRINTED NAME

Specimen signature of my successor attorney:

Mary M. Johnson 12-30-97  
Mary M. Johnson  
PRINTED NAME

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16.00

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 30<sup>th</sup> day of Dec, 1997.  
This power of attorney shall expressly not be revoked by my disability, incompetency or incapacity.

Kathryn O. Horst  
KATHRYN O. HORST

STATE OF ALABAMA )  
COUNTY OF JEFFERSON )

Subscribed, sworn and acknowledged before me by Kathryn O. Horst, the testator, subscribed and sworn before me by Kathryn M. Farr and Mary M. Johnson witnesses, this 30<sup>th</sup> day of Dec, 1997.

SEAL

George B. Reynolds  
My commission expires 11-2-99

State of Alabama - Jefferson County  
I certify this instrument filed on:  
1997 DEC 31 P.M. 13:36

Recorded and \$ 4  
and \$ 12.00  
Mtg. Tax  
Deed Tax and Reg. Fee  
Total \$ 12.00  
GEORGE B. REYNOLDS, Judge of Probate



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