

This instrument was prepared by:

Joseph W. Cade

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2117 JACK WARNER PARKWAY

Post Office Box 2727

Tuscaloosa, Alabama 35403

THE STATE OF ALABAMA

COUNTY OF SHELBY

POWER OF ATTORNEY

I, MICHAEL D. SUTTON, a married man, do hereby appoint DEBORAH SUTTON (herein called "my attorney"), a sample of whose signature appears below, my true and lawful agent and attorney, for me and in my name to execute all documents necessary to sell property located in Shelby County, Alabama and being more particularly described on the Exhibit "A" attached hereto and incorporated herein by reference as if set out fully at this point, giving and granting to my said attorney full power and authority to execute and deliver all written documents relating to said real property, including, but not limited to, deeds, settlement statements and any other closing documents, and to do any and all acts necessary and proper to be done in and about the premises.

The powers and authorities granted herein shall not be affected, impaired or exhausted by any non-exercise thereof or by any one or more exercises thereof. My attorney shall exercise or fail to exercise the powers and authorities granted herein in each case as my attorney, in my attorney's own absolute discretion, deems desirable or appropriate under existing circumstances. I hereby ratify and confirm as good and effectual, at law or in equity, all that my attorney, and any agents and attorneys appointed by my attorney, and their agents, associates and substitutes, may do by virtue hereof. However, despite the above provisions, nothing herein shall be construed as imposing a duty on my attorney to act or assume responsibility for any matters referred to above or other matters, even though my attorney may have power or authority hereunder to do so. If any power or authority hereby sought to be conferred upon my attorney should be invalid or unexercisable for any cause or not recognized by any person or organization dealing with my attorney, the remaining powers and authorities given to my attorney hereunder shall nevertheless continue in full force and effect.

This power of attorney shall remain in full force through the date on which the sale of the real property referred to herein occurs and shall not be affected by my incompetence, incapacity or disability, it being my intent that the power granted herein

shall continue without interruption until my death unless previously revoked by me. Any person dealing with my attorney may rely without inquiry upon the certification of my attorney that this power of attorney has not been revoked.

I expressly agree that all acts done hereunder by my attorney, prior to the receipt by my attorney or any parties with whom my attorney has dealt pursuant to this power of attorney, of actual notice of revocation of this authority, whether by my death or otherwise, shall be binding upon me and upon my respective heirs and legal representatives.

No person relying upon this power of attorney in good faith and without actual notice of revocation of this authority shall incur any liability to me or to my estate as a result of permitting my attorney to exercise any power or discretion on our behalf granted herein, nor shall any person dealing with my attorney be required to see to the application and disposition of any moneys, stocks, bonds, securities or other property paid to or delivered to my attorney, or my attorney's substitute, pursuant to the provisions hereof.

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 counterparts of this power of attorney.

Representative signature my attorney:

Deborah W Sutton

IN WITNESS WHEREOF, I hereby certify to the genuineness of the signature of my attorney and have signed this power of attorney on the 21 day of JAN, 2004.

Michael D. Sutton

MICHAEL D. SUTTON

STATE OF ALABAMA

COUNTY OF TUSCALOOSA

I, the undersigned, a notary public in and for said county in said state, hereby certify that Michael D. Sutton, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 21 day of JAN., 2004.

Connie Powell
Notary Public

My Commission Expires:

MY COMMISSION EXPIRES 10-09-07