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Shelby Cnty Judge of Probate, AL
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STATE OF ALABAMA)
)
SHELBY COUNTY)

**DURABLE GENERAL POWER OF ATTORNEY
OF
ROBERT ARMINE BERRYMAN**

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a Durable General Power of Attorney, that I, **ROBERT ARMINE BERRYMAN**, the principal, of the County of Shelby, State of Alabama, hereby make, constitute and appoint **GLENDA AKIN BERRYMAN** as my true and lawful attorney-in-fact, for me and in my name, place and stead, and on my behalf and for my use and benefit:

1. **GENERAL GRANT OF POWER.** To exercise or perform any act, power, right, duty or obligation that I may have at any time relating to any person, matter or transaction or to any property, real or personal, tangible or intangible, now owned or hereafter acquired by me, including, without limitation, the powers specifically enumerated herein. I grant to my attorney-in-fact full power and authority to do everything necessary in exercising any of the powers herein granted as fully as I might if competent and personally present, hereby ratifying and confirming all that my attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the powers herein granted.

- (a) **Powers of Collection.** To forgive, request, demand sue for, recover, collect, receive and hold all sums of money, debts, checks, annuities, pension and profit sharing, retirement, social security, insurance and other contractual benefits and proceeds, all documents of title, all property rights, and demands whatsoever, liquidated or unliquidated, now and hereafter owned by, or due or payable to me, or in which I have or may acquire an interest; to take all lawful means and legal or equitable remedies and proceedings in my name for the collection and recovery thereof; to adjust, settle and compromise amounts or claims due me; and to execute and deliver on my behalf, and in my name, endorsements, releases, receipts and discharges;
- (b) **Powers of Payment.** To pay over and expend in my behalf any money or other property which may come into my attorney-in-fact's possession or control and to discharge any liabilities incurred by my attorney-in-fact

hereunder in the administration of my affairs;

- (c) **Power to Acquire, Dispose of and Sell.** To acquire, purchase, exchange, grant options to sell, and sell and convey real or personal property, tangible or intangible, or interests therein, including without limitation, stocks, bonds, shares in mutual funds and other investment vehicles on such terms and conditions as my attorney-in-fact shall deem proper, including the selling, signing and endorsement of securities; to make gifts in cash or in kind to any one or more of the following who may be from time to time surviving: my spouse, my descendants and their spouses and my siblings and their descendants, in an amount in each case not in excess of the annual exclusion from Federal gift tax in each year; to make gifts to charitable entities to which I have made gifts in the past, provided such gifts are deductible for Federal income tax purposes, in an aggregate amount no in excess of the percentage of my adjusted gross income represented by such charitable gifts in the last full tax year prior to the date hereof; and to transfer title to any of my property to any revocable trust created by me of which I am an income beneficiary, or any nominee of such a trust;
- (d) **Management Powers.** To maintain, repair, improve, invest, manage, insure, rent, lease, encumber, and in any manner deal with any real or personal property, tangible or intangible, or any interest therein, in my name and for my benefit, upon such terms and conditions as my attorney-in-fact shall deem proper;
- (e) **Banking Powers.** To make, receive and endorse checks and drafts, deposit and withdraw funds and acquire and redeem certificates of deposit, in banks, money market funds and other institutions, to withdraw funds from Individual Retirement Accounts with any investment broker or other financial institution and to execute or release such deeds of trust or other security agreements as may be appropriate in the exercise of the powers herein granted;
- (f) **Business Interests.** To conduct or participate in any lawful business in my name; execute partnership agreements and amendments thereto; incorporate, reorganize, merge recapitalize, sell, liquidate, or dissolve any business; enter into and carry out the provisions of any agreement for the sale of any business interest, whether partnership or joint venture or otherwise, or the stock therein, upon such terms and conditions, including the making of such representations, warranties and indemnities, as my attorney-in-fact shall deem

proper; and exercise voting rights with respect to stock, either in person or by proxy, and exercise stock options;

- (g) **Tax Powers.** To prepare, sign and file joint or separate income tax returns or declarations of estimated tax, to prepare, sign and file tax returns with respect to gifts made by me; to pay and such income or gift tax as may be due and to contest and settle in compromise the levy or assessment of any such tax; to consent to any gift and to utilize any gift splitting provisions or other tax election; to execute any and all disclaimers of any devises or benefits that I may be entitled to by the terms and conditions of any qualified pension plan, individual retirement account, last will and testament or by intestate succession; and to prepare, sign and file any claims for refund of any tax;
- (h) **Safe Deposit Boxes.** To have access at any time or times to any safe deposit box to which I have access, wherever located, and to remove all or any part of the contents thereof, and to surrender or relinquish any safe deposit box or the access thereto, and any institution in which any such safe deposit box may be located shall not incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise this power;
- (i) **Employment of Agents.** To employ servants, investment counsel, custodians, agents, attorneys and brokers and to pay their compensation and charges;
- (j) **Litigation.** To institute, litigate, settle and discharge any claims or lawsuits on my behalf;
- (k) **Health Care Directive.** To authorize my admission to a medical, nursing, residential or similar facility; enter into agreements for my care, and authorize medical and surgical procedures; consent to, withhold consent from, waive and terminate all medical and surgical procedures on my behalf, including without limitation, the administration of drugs and the withholding of tube feedings or any other artificial or invasive form of nutrition (food) or hydration (water). To have access and to authorize access for others to any and all medical information and records of mine and related information concerning me.

2. **COMMENCEMENT OF POWERS.** The rights, powers and authority of my said attorney-in-fact herein granted shall commence and be in full force and effect on this date; the

authority conferred herein shall not be affected by the disability, incompetency, or incapacity of the said principal, **ROBERT ARMINE BERRYMAN**, and such rights, powers and authority shall remain in full force and effect thereafter until revoked in writing by me or until my death, whichever shall first occur. Any action taken in good faith pursuant to the foregoing authority without actual knowledge of the death of the principal shall be binding upon the principal, his heirs, assigns and personal representatives.

3. **SUCCESSOR ATTORNEY IN FACT.** If **GLENDAAKIN BERRYMAN** ceases to act as attorney-in-fact by reason of death, disability, incompetency, incapacity or resignation, I appoint **LINDSAY BERRYMAN BRYANT** successor attorney-in-fact. The resignation of the original attorney-in-fact may be evidenced by an instrument, in writing, delivered to the successor attorney-in-fact named herein.

4. **INTERPRETATION AND GOVERNING LAW.** The enumeration of specific powers herein is not intended to, nor does it, limit or restrict the general powers herein granted to my attorney-in-fact. The laws of the State of Alabama shall govern all questions as to the validity of this power and the construction of its provisions.

5. **THIRD-PARTY RELIANCE.** Third parties may rely upon the representations of my attorney-in-fact as to all matters pertaining to any power granted to my attorney-in-fact, and no person who may act in reliance upon the representation of my attorney-in-fact or the authority granted to my attorney-in-fact shall incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise any power.

6. **PROTECTIVE PROCEEDINGS.** If protective proceedings for my person or my estate are hereafter commenced, I hereby nominate, for consideration by the court, the said **GLENDAAKIN BERRYMAN**, or her successor attorney-in-fact, as the guardian of my estate

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and/or the guardian of my person.

7. **REVOCATION.** This Durable General Power of Attorney may be revoked by a writing delivered to my attorney-in-fact.

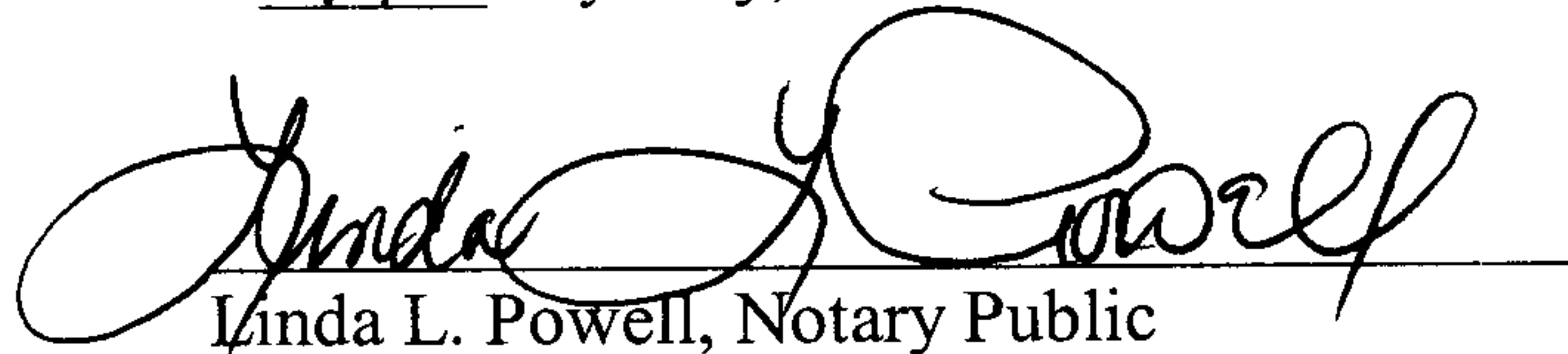
IN WITNESS WHEREOF, I, ROBERT ARMINE BERRYMAN, as Principal, have executed this General Durable Power of Attorney at Shelby County, Alabama, this the 14th day of May, 2007, and I have directed that photostatic copies of this power be made which shall have the same force and effect as an original.


ROBERT ARMINE BERRYMAN

STATE OF ALABAMA)
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for the State of Alabama at large, hereby certify that **ROBERT ARMINE BERRYMAN**, whose name is signed to the foregoing General Durable Power of Attorney and who is known to me, acknowledged before me on this day that, being informed of the contents of said General Durable Power of Attorney, he executed the same voluntarily on the day same bears date.

Given under my hand and official seal this the 14th day May, 2007.


Linda L. Powell, Notary Public
My commission expires: 10/27/08