

**LEE B. LLOYD**  
**DURABLE POWER OF ATTORNEY**

**KNOW ALL MEN BY THESE PRESENTS**, that I, the undersigned, **LEE B. LLOYD**, residing in Jefferson County, Alabama, do hereby constitute and appoint my sons, **LEE D. LLOYD, THOMAS W. LLOYD, RUSSELL C. LLOYD, and JAMES N. LLOYD**, as my true and lawful Attorneys-in-Fact. In the event of the death of any of my sons, or if any of them renounces this appointment, becomes incompetent or fails or ceases to serve for any other reason, the others of them shall serve as my Attorneys-in-Fact. While more than one person is serving as my Attorney-in-Fact, any act or decision hereunder may be taken by them separately, and joint action is not required. The act of any of them for all purposes shall have the same effect and be legally binding as if all of them had joined therein. A dissenting person shall not be liable for any act of any other person designated as my Attorney-in-Fact, save for the dissenting person's own misconduct or failure to exercise reasonable care, diligence and prudence.

**THIS POWER OF ATTORNEY SHALL NOT BE AFFECTED BY THE  
DISABILITY, INCOMPETENCY, OR INCAPACITY OF THE UNDERSIGNED.**

This Power of Attorney shall not be affected by the lapse of time.

My Attorney-in-Fact shall have the authority customarily granted in a general power of attorney, including, but not limited to, the following:

1. ***Generally Act in My Name, Place and Stead.*** Without in any way limiting the following, generally to do, execute and perform any other act, deed, duty, right, obligation, matter or thing whatsoever, relating to any person, matter, transaction or property, real or personal, tangible or intangible, that I now have or hereafter acquire, that ought to be done, executed or performed, or that in the opinion of my said Attorney-in-Fact ought to be done, executed or performed in and about the premises, of every nature and kind whatsoever, as fully and completely as I could do if personally present.
2. ***Buy and Sell Property.*** To acquire, purchase, exchange, hold, sell, convey, encumber, mortgage, lease or otherwise obtain or dispose of any and all real or personal property, tangible or intangible, or interests therein on such terms and conditions as my Attorney-in-Fact shall deem proper, with full authority to make, execute and deliver any bond, deed, bill of sale, mortgage, contract or other document in connection with the

exercise of said powers; and to collect and receive any rents, profits, issues or income of any such property.

3. ***Manage Property.*** To enter upon, take possession of, 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, that I now own or may hereafter acquire in my name and for my benefit, upon such terms and conditions as my Attorney-in-Fact shall deem proper.
4. ***Collect Debts.*** To forgive, compromise, demand, sue for, collect, sell, recover, receive, hold or in any other manner deal with all goods, claims, legacies, bequests, devises, debts, checks, drafts, deposits, dividends, pension benefits, profit sharing benefits, social security benefits, any other benefits, insurance, property (real or personal, tangible or intangible), property rights, monies, interests and demands whatsoever, liquidated or unliquidated, now or hereafter owned by me, now due or that may hereafter be due to me, or in which I now have or hereafter acquire an interest, and to make, execute and deliver receipts, releases or other discharges thereof, under seal or otherwise.
5. ***Pay Debts.*** To pay any indebtedness of mine in such manner and at such times as my Attorney-in-Fact may deem appropriate.
6. ***Execute Contracts.*** To execute contracts of every kind or nature.
7. ***Defend Claims.*** To defend, settle, adjust and compromise all actions, suits, accounts, claims and demands whatsoever that now or hereafter shall be pending between me and any firm, corporation or person, in such manner and in all respects as my Attorney-in-Fact shall think satisfactory.
8. ***Transfer Vehicles.*** To apply for a certificate of title upon, and endorse and transfer title thereto, for any automobile, truck, or other motor vehicle, and to represent in such transfer that the title to said motor vehicle is free and clear of all liens and encumbrances except those specifically set forth in such transfer assignment.



9. ***Hold or Sell Investments.*** To hold or sell, exchange, or otherwise dispose of any shares of stock, bonds, interests in partnerships or trusts or other securities, including United States securities, now or hereafter belonging to me without being limited as to type of investment by any constitution, statute or rule of law and without regard to whether the investment is a so called “legal” investment, and to make, execute and deliver an assignment or assignments of any such shares of stock, bonds, interests or other securities.
10. ***Make Investments.*** To invest and reinvest in my name in such loans, bonds, stocks, interests in partnerships or trusts, mortgages, securities, shares of regulated investment companies or trusts, or other property, real or personal, or to purchase options for such purposes, or to exercise options, rights, or warrants, to purchase securities or other property, the same as I could do if personally present without being limited as to type of investment by any constitution, statute or rule of law and without regard to whether such investment is a so called “legal” investment.
11. ***Manage Businesses.*** To conduct, manage or participate in any lawful business for me and in my name; to execute partnership agreements and amendments thereto; to incorporate, reorganize, merge, consolidate, recapitalize, sell, liquidate or dissolve any business; to elect or employ officers, directors and agents; to carry out the provisions of any agreement for the sale of any business interest or the stock therein; and to exercise voting rights with respect to stock, either in person or by proxy, and to exercise stock options; to waive notice of meetings and give consent with respect thereto.
12. ***Write Checks.*** To make, sign and deliver checks and drafts upon any financial institutions wherever located where I have an account, the same as I could do if personally present.
13. ***Make Deposits and Withdrawals.*** To deposit or withdraw the funds or acquire and redeem certificates of deposit in my name and in any bank, savings and loan association or any financial institution wheresoever located, and to acknowledge receipt of said funds and to make application for withdrawal of said funds the same as I could do if personally present.

14. ***Lend or Borrow.*** To lend or borrow money (including the power to borrow against the cash surrender value of any life insurance policy now or hereafter owned by me) on such terms as my Attorney-in-Fact deems appropriate and to make, execute and deliver any note or notes, bond or bonds, security agreements or any other instruments or contracts on my account to and for any amount and with such security, whether real or personal property which my Attorney-in-Fact may deem meet or expedient.
15. ***Access Safe Deposit Boxes.*** To have access to any safe deposit box rented by me and to remove any part of the contents thereof, and to surrender said safe deposit box, 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.
16. ***Access Post Office Boxes.*** To have access to any post office box rented by me and to remove any part of the contents thereof, and to surrender said post office box, and any institution in which any such post office 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.
17. ***Make Tax Elections.*** To make, execute and file joint or separate income tax returns or declarations of estimated tax for any year or years; to make, execute and file gift tax returns with respect to gifts made by or for me for any year; to consent to any gift and to utilize any gift-splitting provision or other tax election, and to make, execute and file any claims for refund of any tax.
18. ***Receive Information.*** To request, receive and review any information, verbal or written, regarding my financial affairs or my physical or mental health, including medical and hospital records, to execute any releases or other documents that may be required in order to obtain such information, and to disclose such information to such persons, organizations, firms or corporations as my Attorney-in-Fact shall deem appropriate.
19. ***Employ Professionals.*** To employ, compensate and discharge any agents, clerks, servants, attorneys-at-law, accountants,

investment advisors, custodians, or other persons in and about the performance of these presents as my Attorney-in-Fact shall deem necessary.

20. ***Manage Individual Retirement Accounts and Benefit Plans.*** To exercise all rights, privileges, elections, and options I have with regard to any individual retirement account; pension, profit sharing, 401(k), Keogh or other retirement plan; or other benefit or similar arrangement; including, but not limited, to make withdrawals; to determine forms of payments on behalf of me or my beneficiaries; to designate beneficiaries, including contingent beneficiaries; to make, change, or alter investment decisions; to change custodians or trustees; to make or complete rollovers; and to make direct "trustee-to-trustee" or similar transfers of the assets or other benefits thereof.
21. ***Trusts.*** To transfer, assign and convey any property interest, the legal or equitable title to which is in my name, to any trust of which I am the primary beneficiary and under the terms of which I expressly have the power to amend or revoke such trust, and to exercise any right of withdrawal which I may have pursuant to the terms of such trust, regardless of whether such trust was created before or after the execution of this Durable Power of Attorney.
22. ***Exercise Powers of Appointment and Make Disclaimers.*** To exercise or release powers of appointment in whole or in part and to disclaim in whole or in part any interest that I might otherwise have as a joint owner, beneficiary, heir or otherwise and in exercising such discretion, my Attorney-in-Fact may take into account such matters including but not limited to, any reduction in inheritance taxes on my estate, and the effect of such disclaimer upon persons interested in my estate and persons who would receive the disclaimed property.
23. ***Make Gifts.*** To make gifts from any of my property (including property held in trust) to my descendants and to charities, as in the sole discretion of my Attorney-in-Fact is desirable to implement plans intended to reduce present or future taxes, or is in keeping with my prior pattern of giving, provided, however, that any gifts to any individual shall not exceed, in any calendar year, the federal gift tax exclusion limit then in effect



under the Internal Revenue Code of 1986, as amended from time to time, and provided further that any gift to any child of mine shall be matched with a gift of the same value to each of my other living children. Likewise, if any gift is made to a grandchild of mine, a gift of equal value shall be made to each of my other then living grandchildren, during the same calendar year, and if any gift is made to any great grandchild of mine, a gift of equal value shall be made to each of my other then living great grandchildren. By way of illustration, if one of my children receives \$5,000, then \$5,000 shall be also be given to each of my other children. Gifts made pursuant to this paragraph shall be in such form as my Attorney-in-Fact shall determine, including, but not limited to, gifts that are outright, in trust, pursuant to a Uniform Transfers to Minors Act, a Uniform Gift to Minors Act, prepaid tuition plan, Section 529 Plan or otherwise.

***No Limitation of Power.*** The enumeration of specific powers herein does not limit or restrict the general powers herein granted to my Attorney-in-Fact.

***Indemnity of Attorney-in-Fact.*** I bind myself and my estate to defend, hold harmless and indemnify my Attorney-in-Fact from any claims, losses, damages, actions and causes of action, including expenses, costs and reasonable attorneys' fees which my Attorney-in-Fact may incur in connection with carrying out the authority granted my Attorney-in-Fact in this Durable Power of Attorney to the extent that my Attorney-in-Fact attempts in good faith to discharge his fiduciary obligation hereunder.

***Reliance by Third Parties.*** Third parties may rely upon the representations of my Attorney-in-Fact as to all matters relating to any power granted to my Attorney-in-Fact, and no person who acts in reliance upon the representations 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.

***Ratification.*** I ratify all that my Attorney-in-Fact shall do by virtue of this Durable Power of Attorney and declare that my Attorney-in-Fact shall not be liable to me or my estate for any acts or omissions with respect hereto to the extent that my Attorney-in-Fact attempts in good faith to discharge his fiduciary obligation hereunder.

***Governing Law.*** This instrument is executed and delivered in the State of Alabama, and the laws of the State of Alabama shall govern all questions as to the validity of this power and the construction of its provisions.

IN WITNESS WHEREOF, I have executed this Durable Power of Attorney and  
affixed my seal on this the 13 day of July, 2004.

Lee B. Lloyd (SEAL)  
LEE B. LLOYD

STATE OF ALABAMA )  
JEFFERSON COUNTY )

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify  
that LEE B. LLOYD, whose name is signed to the foregoing Durable Power of Attorney,  
and who is known to me, acknowledged before me on this day, that, being informed of the  
contents of the Durable Power of Attorney, he executed the same voluntarily on the day the  
same bears date. Given under my hand and official seal this the 13 day of  
July, 2004.

Judy B. Shepura  
Notary Public

[SEAL]

My Commission Expires:

7/26/06