

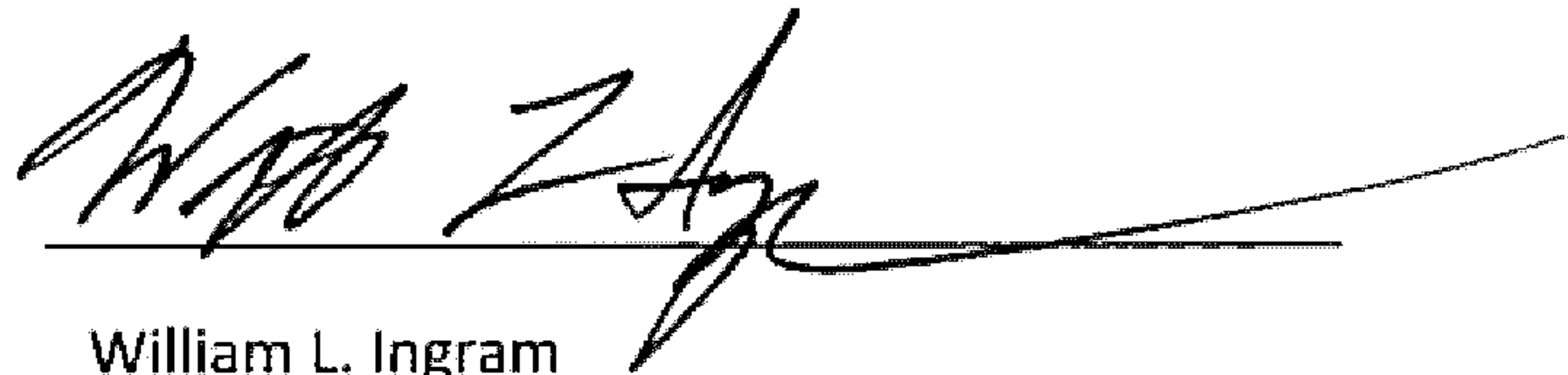
AFFIDAVIT

REGARDING NON-REVOCATION OF POWER OF ATTORNEY

Before me, the undersigned Notary Public, in and for the State of Alabama- at- Large, personally appeared William L. Ingram, who having been by me first duly sworn, deposed as follows:

1. My name is William L. Ingram, I am over the age of twenty- one (21) years, and have personal knowledge of the facts stated herein.
2. On November 19th, 2013, Juliette B. Ingram appointed me as attorney- in -fact under a Power of Attorney, a true and correct copy of which is attached hereto as Exhibit A.
3. I have exercised the above referenced Power of Attorney by executing a Deed in Lieu of Foreclosure, and various other documents related to the Sale of a residence located in Shelby County, Alabama.
4. At the time of the execution of the above- mentioned closing documents and exercise of the Power of Attorney, I had no actual knowledge of the termination of the power by revocation or of Juliette B. Ingram's death. I know Juliette B. Ingram to be still living, and have never been notified since the execution of the Power of Attorney that he/she/or it has revoked said power.
5. I am making this Affidavit pursuant to Code of Alabama 1975 Section 21-1-2 (e).

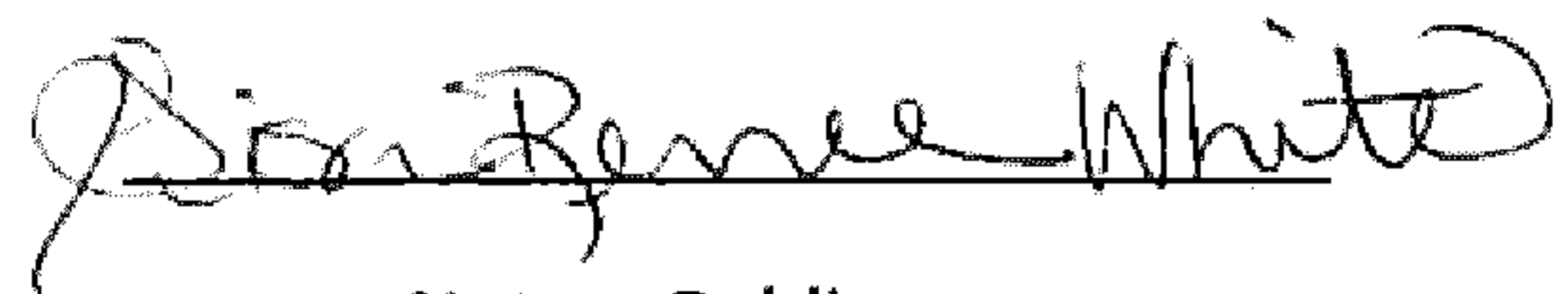
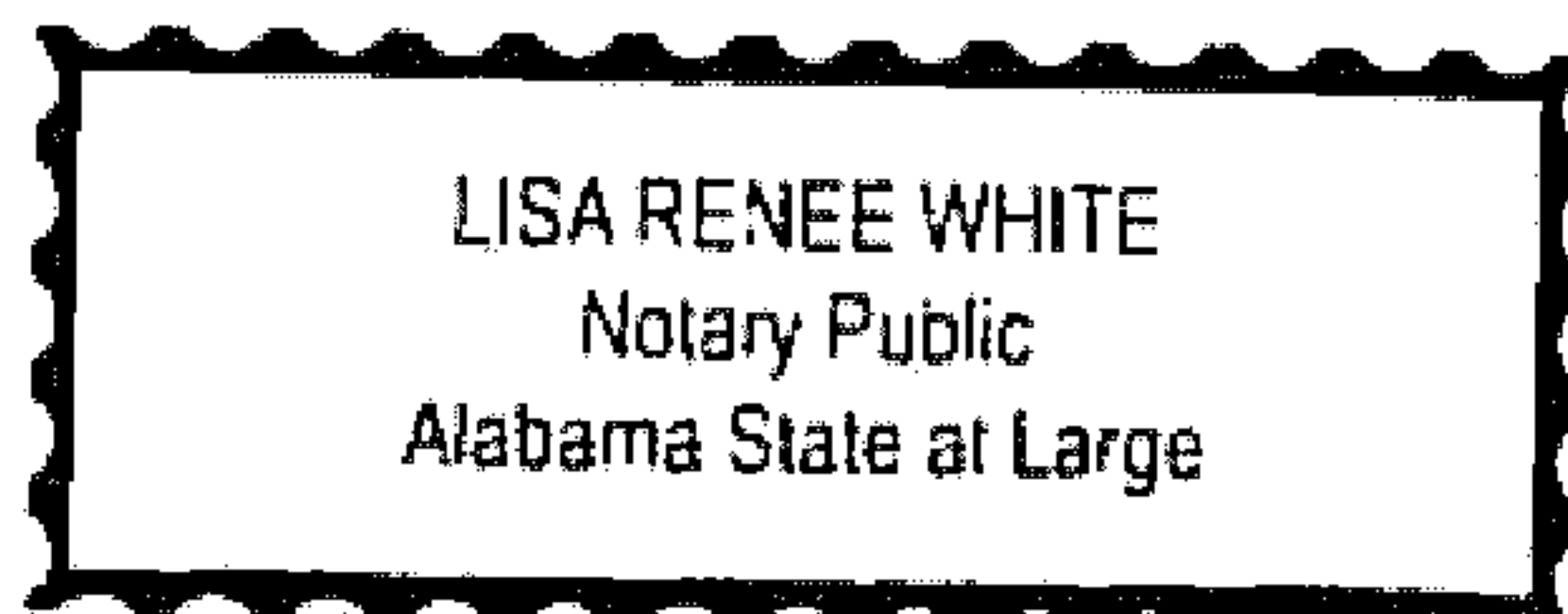
Witness my hand and seal this 20 day of September, 2018.



William L. Ingram

Affiant and Attorney- in -Fact

Subscribed and sworn to before me on this the 20th day of September, 2018.



Notary Public

My Commission Expires: 1-22-22

**GENERAL DURABLE POWER OF ATTORNEY CONTAINING HEALTH
CARE PROVISIONS EFFECTIVE IMMEDIATELY**

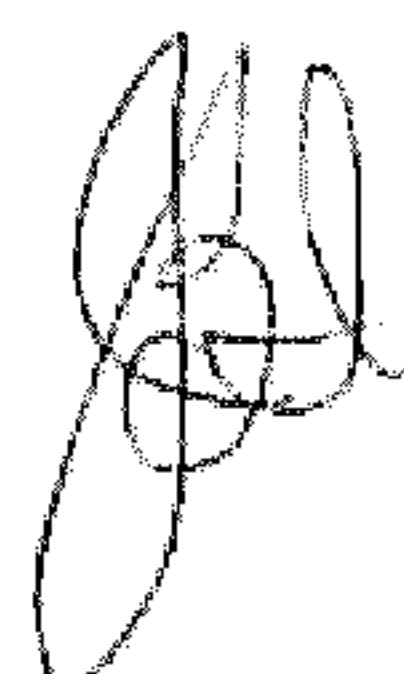
KNOW ALL MEN BY THESE PRESENTS: That I, Juliette Brantley Ingram, of the County of Shelby, State of Alabama, have made, constituted and appointed, and by these presents do make, constitute and appoint William L. Ingram and/or Pamela J. McCollough my true and lawful Attorneys and Agents (hereinafter called "Agent") for me in my name, place and stead, and for my behalf and benefit. Said Attorney's in fact shall have the power to act jointly or independently on my behalf and a person relying on the decision of one of the Agents need not look to the other for confirmation of the decision of the Agent so acting.

My Agents shall have the following powers:

I. PROPERTY POWERS

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

(a) **Powers of Collection and Payment:** To forgive, request, demand, sue for, recover, collect, receive, and hold all such sums of money, debts, dues, commercial paper, checks, drafts, accounts, deposits, legacies, bequests, devises, notes, interests, stock certificates, bonds, dividends, certificates of deposit, annuities, pension, profit sharing, retirement, social security, insurance and other contractual benefits and proceeds, all documents of



title, all property, real or personal, intangible and tangible property and property rights and demands whatsoever, liquidated or un-liquidated, now or hereafter owned by, or due, owing, payable or belonging to me or in which I have or may hereafter acquire an interest; to have, use, and take all lawful means and equitable and legal remedies and proceedings in my name for the collection and recovery thereof, and to adjust, sell, compromise, and agree for the same, and to execute and deliver for me, on my behalf, and in my name, all endorsements, releases, receipts, or other sufficient discharges for the same;

(b) **Power to Acquire and Sell:** To acquire, purchase, exchange and grant options to purchase, sell, mortgage, pledge, lease, sell and convey real or personal property, tangible or intangible, or interests therein, on such terms and conditions as my Agent shall deem proper, with full authority to acknowledge a signature, sign, endorse, execute and deliver any sales agreement, deed, bill of sale and all other instruments or documents pertaining to the purchase or sale of any of my real or personal property; and to enter into bonds, contracts, mortgages and deeds connected therewith. More specifically, I give unto my Agent the power to sell and convey and/or Mortgage and encumber any and all real property that I may own including, but not limited to, my current homestead in Shelby County which is currently 5560 Hwy 16, Montevallo, Alabama 35115 and any other real property which at any time after the date of execution of this Power of Attorney, may or may not be my homestead.

(c) **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, that I now own or may hereafter acquire in my name and for my benefit, upon such terms and conditions as my Agent shall deem proper; To borrow money at interest rates then prevailing from any individual, bank or other source, and mortgage or pledge any property to any lender, including my Agent individually.

(d) **Banking Powers:** To make, receive and endorse checks and drafts, deposit and withdraw funds, acquire and redeem certificates of deposit, in banks, savings and loan associations and other institutions, execute or release



such deeds of trust or other security agreements as may be necessary or proper in the exercise of the rights and powers herein granted. In furtherance thereof, I authorize my agent to open and close such accounts as he/she sees fit;

(e) **Motor Vehicles**: To apply for a Certificate of Title upon, and endorse and transfer title thereto, for any automobile, truck, pickup, van, motorcycle or other motor vehicle, and to represent in such transfer assignment 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;

(f) **Business Interests**: To conduct or participate in any lawful business of whatever nature for me and in my name; to execute partnership agreements and amendments thereto; to incorporate, reorganize, merge, consolidate, re-capitalize, sell, liquidate or dissolve any business; to elect or employ officers, directors and agents; to carry out the provisions of any other type of 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;

(g) **Tax Powers**: To prepare, sign and file joint or separate income tax returns or declarations of estimated tax for any year or years; to prepare, sign and file gift tax returns with respect to gifts made by me for any year or years; to consent to any gift and to utilize any gift-splitting provision or other tax election; and to prepare, sign and file any claims for refund of any tax; To appear and represent me in regard to and to take all actions convenient or appropriate in connection with taxes imposed by any municipal, state, United States or foreign authority relating to any tax liability or refund, abatement or credit (including interest or penalties) due or alleged to be due from or to me or any other person or organization, association or trust for which I am responsible for the preparation, signing, executing, verifying, acknowledging or paying of any tax due or filing of a return or report, including, without limitation, federal or state income or gift tax, and for such purposes to inspect or receive copies of any tax returns filed by or for me, reports, or other papers or documents, compromises, or adjustments of any and all claims, and to execute Internal Revenue Service

A handwritten signature in black ink, appearing to be 'JAL', is written over the page number.

forms 2848 and 2848-D, and any other forms required by the Internal Revenue Service, or any other governmental agency from time to time in regard to the granting of powers of attorney, and to name my Agent or any other person as my Agent thereunder.

To appoint and employ, with or without compensation, accountants, attorneys at law, investment counsel, agents, servants or other persons, including their agents and associates, and to dismiss or discharge the same and to appoint or employ any others in their stead as my true and lawful attorneys, to appear and represent me as to all matters covered by this Power of Attorney, or for any other purpose, including, but not limited to, appearances before the Treasury Department of the United States, the Tax Court of the United States, United States Court of Claims, or any other court of the United States or the District of Columbia, or any state, municipal or foreign court, and any department or official of the United States Government or any state, municipal or foreign government; with full power and authority to such agents and attorneys to do any and all acts convenient or appropriate in connection with such matters, including the specific acts described above, and to substitute attorneys and agents subsequent to the date of such appointment and prior to any revocation thereof, and to delegate and revoke the authority so granted to them.

Any reference to "income tax returns or forms" is meant to include forms 1040, 709 and 2848.

Any reference to "income tax years" is meant to include the years 1995 through 2035.

(h) **Safe Deposit Boxes:** To rent safe deposit boxes in my name as depositories for my property, and to open and enter on my behalf any safe deposit box rented or held by me alone or jointly with others, at any time, to deposit in such box and to remove from such box any part or all of the contents thereof, including any security or tangible personal property, as often and as freely as I could do if personally present, to cancel or modify the lease under which such box is rented and to surrender or exchange the same; to drill the box in order to gain entry if the keys are misplaced.

A handwritten signature in black ink, appearing to be 'J. B. L.', is located at the bottom right of the page.

(i) **Power to Change Beneficiaries on Any Insurance Policies on My Life:** To change the beneficiaries on any insurance policies on my life, provided, however, that neither such right and power, nor any other rights and powers, shall be exercisable with respect to any policies of life insurance on the life of my said Agent here named, which may at any time be owned by me;

(j) **Power to Hold Property and Make Investments:** To hold or acquire any property or securities, regardless of whether such property or securities are a so-called "legal" investment, where such course is, in the said Agent's' opinion, for my best interest;

(k) **Power to Deal with Securities and Commodities:** Notwithstanding any other provisions contained herein, my Agent has the power to buy, sell (including short sales) and trade in any stocks, bonds, options and other securities, commodities and contracts relating thereto on margin or otherwise in accordance with the terms and condition of any account that I currently have established in any brokerage firm. My brokerage firm/stock broker is authorized to follow the instructions of my Agent in every respect concerning my account, and make payment of monies and deliveries of securities to the Agent in my name as my Agent may order and direct.

(l) **Miscellaneous:**

(i) Notwithstanding the provisions of (k) above, in the event any Agent named herein should be of the opinion at any time that he does not have the expertise to manage all or any part of my assets, I grant to said Agent the right and power to delegate the management powers hereinabove granted over all or any part of my assets to (a) any bank or trust company having at such time total resources of not less than One Hundred Twenty-Five Million Dollars, and (b) having a high rating (at least "A") as established by a rating service such as Standard & Poor's, Moody's or some similar rating services, and to enter into any management or agency agreements with the said bank or trust company pertaining thereto, with the right on the part of the Agent named herein to revoke and cancel any such agreement at any time upon not more than ninety (90) days' written notice to said bank or trust company;



(ii) I give my Agent the authority to make gifts in property of any kind or nature including real property. I grant full and absolute authority to the Agent named herein to make annual gifts to my children, as well as to their spouses and to their children, in amounts not exceeding the IRC Section 2503 (as from time to time amended) exclusion amount annually with respect to any one of them; provided, however, any time any child of mine, or the spouse or children of said child, shall be serving and acting as Agent pursuant to this power, he or she shall not have the right, power, or authority to make any such gift to himself or herself in excess of any amount per year which might be deeded to create a general power of appointment, and to make gifts to charity in amounts not exceeding twenty percent (20%) of my Federal Adjusted Gross Income in any one year.

Any decisions made by the said Agent with respect to the matters set forth hereinabove in subsections (ii) and (iii) shall be final, binding and conclusive upon all of the beneficiaries of my estate, and said Agent shall be released and discharged of and from all liability for any such decision that he may make in good faith with respect thereto.

I authorize my agent then serving to make gifts as authorized herein even if I have not previously engaged in any pattern of giving. I realize I have the power under the law to so make gifts and I grant that power to my agent to be exercised in the agents' sole discretion even if it has tax planning implications because I could have so acted if I were still in control. I trust my agents' discretion.

(m) **Trusts**: To create a Trust for my benefit, the benefit of my wife or for the benefit of my children and the children of my children. To place assets in a Trust.

(n) **Government Benefits**: To make application for and receive on my behalf Government Benefits such as benefits under Social Security, Medicare and Medicaid.

(o) **Powers of Appointment**: To exercise any general or special power of appointment exercisable by me.

