STATE OF ALABAMA

SHELBY COUNTY

KNOW ALL MEN BY THESE PRESENTS, That Fred F. Phillips hereby constitutes and appoints Conrad M. Fowler of Columbiana, Alabama as his attorney-in-fact to sign his name to an agreement to be executed by all of the stockholders of Columbiana Homes, Inc. by the terms of which it is agreed that Columbiana Homes, Inc. shall be dissolved. Fred F. Phillips hereby ratifies and confirms whatsoever the said Conrad M. Fowler shall do or accomplish in the premises.

In witness ehereof I have hereunto set my hand and seal on this the 31st day of December, 1952.

Fred F. Phillips

STATE OF ALABAMA

SHELBY COUNTY

Before the undersigned authority personally appeared Fred F.

Phillips, who is known to me and who being by me first duly sworn does depose and say that he executed the foregoing power-of-attorney voluntarily with knowledge of its contents on the day the same bears date.

Sworn to and subscribed before me on this the 31st day of December, 1952.

Mrs/ Howard Notary Public

Filed in the office of the Probate Judge on the day of 1953 at Joiclock and recorded in Mortgage Tax has been paid.

L.C. Walker, Judge of Probate