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THIS INSTRUMENT WAS PREPARED BY K. Morgan Varner, III Varner & Stephens 2020 Gas Light Tower Atlanta, Georgia 30303

STATE OF ALABAMA,
COUNTY OF JEFFERSON.

19761227000124540 1/4 \$.00 Shelby Cnty Judge of Probate, AL 12/27/1976 12:00:00 AM FILED/CERT

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, GARY L. THOMPSON, of 500 Southland Drive, City of Birmingham, County of Jefferson, State of Alabama, am the General Partner in certain Limited Partnerships which own certain parcels of real property located in the States of Tennessee and Alabama, which Partnerships and Property are more particularly described in Exhibit "A" which is attached hereto and incorporated herein by reference (and which are hereinafter referred to separately and collectively as the "Partnerships" and the "Property") and I do hereby make, constitute and appoint WILLIAM H. FRANKLIN, JR., of 24 Perimeter Park Drive, City of Atlanta, County of DeKalb, State of Georgia, my true and lawful attorney in fact, for me, and in my name, place, stead, and as General Partner of the Partnerships, to grant, bargain, sell, convey, or contrac: for the sale and conveyance of the Property. Said attorney in fact is authorized to grant, bargain, convey, sell or to contract for the sale and conveyance of any or all of the Property to any person or persons, or other legal entity for such price or prices, and on such terms and conditions, as said attorney in fact may deem proper, and in my name as General Partner of the Partnerships to set the asking purchase price on the Property, accept on behalf of the Partnerships offers and contracts from prospective purchasers concerning the Property, commit for and bind the Partnerships with regard to all matters relating to the sale of the Property, including, but not limited to, entering into a listing agreement with real estate agents and/or brokers, setting or agreeing to the commissions to be paid, any splits of such commissions or co-brokering arrangements,

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and any renewals of listings. Said attorney in fact is further authorized to call meetings of the Limited Partners of the Partnerships, present to them alternative courses of actions with regard to the sale of the Property and all actions said attorney in fact deems necessary as incident thereto, and carry out their decisions in connection therewith.

1.

I grant to said attorney in fact full power and authority to perform all acts to be done in and about the Property, as I could do in my capacity as General Partner if personally present.

2.

I authorize said attorney in fact to request, demand, sue for, collect, recover, and receive all monies which may become due and owing to the Partnerships by reason of such sale and conveyance, whether by deed, contract, or other instrument.

3.

I give to said attorney in fact full power and authority to appoint a substitute to perform any of the acts that said attorney in fact is by this instrument authorized to perform, with the right to revoke such appointment of substitute in my discretion.

4.

I hereby revoke all powers of attorney heretofore made by me authorizing any person to do any act relative to the Property, or any part thereof, hereby ratifying and confirming whatsoever the herein appointed attorney in fact, or any of his substitutes appointed by him, may do concerning the Property of virtue hereof.

5.

All rights, powers and authority of said attorney

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this  $\frac{9}{2}$  day of  $\frac{1}{2}$ , 19 .

GARY LA THOMPSON

STATE OF ALABAMA

COUNTY OF JEFFERSON

Before me, the undersigned Notary Public, personally appeared, GARY L. THOMPSON, who is known to me and who acknowledged before me on this date, that being informed of the contents of this Power of Attorney he executed the same voluntarily as of the day the same bears date.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal of office this \_\_\_\_\_\_ day of \_\_\_\_\_\_, 1976.

Harley Elizab Afritache Notary Public

EXHIBIT A TENN, PROPERTY LTD:

2. CENTRAL PINE PROPERTY LTD;

3. CENTRAL PINE 100 PROPERTY LTD:

4. DOBBINS PINE PROPERTY LTD:

5. T.P. 114 TG 202 CTD;

6. TP. 101 TT 205 LTD.

7. TP. 117 TT 330 LTD.

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## EXHIBIT "A" TO POWER OF ATTORNEY EXECUTED BY GARY L. THOMPSON, JULY 9, 1976

				<b>{</b>
Thompson	Properties	103 TG	186, Ltd.	(Logue Road Property)
Thompson	Properties	104 TG	235, Ltd.	(Central Pike Property)
Thompson	Properties	107 AG	505, Ltd.	(I-20 Brompton Property, Georgia)
Thompson	Properties	108 TG	100, Ltd.	(Central Pike 100 Property)
Thompson	Properties	110 TG	363, Ltd.	(Dobbins Pike Property)
Thompson	Properties	112 AG	615, Ltd.	(Hillhouse Lake Property)
Thompson	Properties	112-S A	G, 615, Ltd.	(Hillhouse Lake Property)
Thompson	Properties	114 TG	202, Ltd.	(Betts Road)
Thompson	Properties	115 AG	674, Ltd.	(Hillhouse Lake Property)
Thompson	Properties	120 AA	370, Ltd.	(U.S.280 South Property)
Thompson	& Franklin	120(S)	AG 370 Ltd.	(U.S.280 South Property)
Thompson	Properties	101 TT	205, Ltd.	
Thompson	Properties	117 TT	330, Ltd.	

(Consists of thirteen partnerships in all)

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