

STATE OF ALABAMA)

JEFFERSON COUNTY)

DURABLE POWER OF ATTORNEY

I, Hubert B. Dawson (herein referred to as the Principal), residing at Route 2, Box 142-C, Columbiana, Alabama 35051, hereby revoke any and all Powers of Attorney prior to this date and hereby appoint my wife, Vonnice A. Dawson, my true and lawful attorney-in-fact. This durable power of attorney shall not be effected by disability, incompetency or incapacity of the principal, and shall authorize said attorney-in-fact to do the following acts:

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To ask, demand, sue for, collect and receive all sums of money, dividends, interest, payments on account of debts and legacies and all property now due or which may hereafter become due and owing to me, and give good and valid receipts and discharges for such payments; to sell, assign and transfer stocks and bonds and securities standing in my name or belonging to me; to buy and sell securities of all kinds in my name and for my account and at such prices as shall seem good to her to sign, execute, acknowledge and deliver in my name all transfers and assignments of securities; to borrow money and to pledge securities for such loans if in the judgement of my attorney-in-fact such action should be necessary; to consent in my name to reorganizations and mergers, and to the exchange of securities for new securities; to manage real property, to sell, convey and mortgage realty, and to foreclose mortgages and to take title to property in my name if she thinks proper, to execute, acknowledge and deliver deeds of real property, mortgages, releases, satisfactions and other instruments relating to realty which she considers necessary; to place and effect insurance; to do business with banks, and particularly to endorse all checks and drafts made payable to my order and collect the proceeds; to sign in my name checks on all accounts standing in my name, and to withdraw funds from said accounts, to open accounts in my name or in her name as my attorney-in-fact; to make such payments and

Mrs. Vonnice Dawson
2324 Hwy. 28

expenditures as may be necessary in connection with any of the foregoing matters or with the administration of my affairs; to retain counsel and attorneys on my behalf, to appear for me in all actions and proceedings to which I may be party in the courts of Alabama or any other State in the United States, or in the United States courts, to commence actions and proceedings in my name if necessary, to sign and verify in my name all complaints, petitions, answers and other pleadings of every description; to represent me in all income tax matters before all offices of the Internal Revenue Service, to make and verify income tax returns, claims for refund, requests for extension of time, and consents in my name, to execute petitions to the Court of Tax Appeals and to cause me to be represented in such proceedings; hereby giving and granting to my said attorney full power and authority to do and perform all and every act and thing whatsoever necessary to be done in the premises, as fully to all intents and purposes as I might or could do if personally present, giving and granting to my said attorney full power and authority to do and perform all and every act and thing whatsoever necessary to be done in the premises, as fully to all intents and purposes as I might or could do if personally present, giving and granting unto my said attorney, full power and authority to do any and all acts necessary and proper to be done in and about the premises.

Limit on Attorney-in-Fact Authority. Notwithstanding any provision herein to the contrary, my attorney-in-fact shall not satisfy any legal obligation of her out of any property subject to this Power of Attorney, nor may she exercise this power in favor of herself, her estate, her creditors or the creditors of her estate. Notwithstanding any provision hereto to the contrary, she shall have no power or authority whatever with respect to (a) any policy of insurance owned by me on the life of the attorney-in-fact, and (b) any trust created by me as to which I am Trustee.

Effective Date of Attorney-in-Fact's Authority. In the event this Power of Attorney has been executed by Principal and

delivered to the attorney-in-fact, it shall not become operative and take effect until the earlier to occur of the following: (i) Principal's delivery to attorney-in-fact of written, notarized instructions to so act, or (ii) Principal's disability, incompetency or incapacity, as contemplated by the terms of the next paragraph herein.

Criterion for Measuring Principal's Condition. I shall be considered disabled, incompetent or incapacitated when, in the opinion of my treating physician at the time of my incapacity (a physician licensed to practice medicine) states in writing to my attorney-in-fact that I am physically or mentally unable to take care of my affairs or am medically unable to carry out my responsibilities due to my physical and/or mental condition.

Successor Attorney-in-Fact. In the event my wife, Vonnie A. Dawson, dies, fails to qualify, resigns, is incapacitated or unable to serve as my attorney-in-fact, I hereby appoint Yvonne Parsons.

Revocation. Principal may revoke this Durable Power of Attorney at any time by written instrument delivered to the attorney-in-fact. The guardian or curator of Principal may revoke this instrument by written instrument delivered to the attorney-in-fact.

Witness my hand and seal this the 14 day of January, 1991.

ATTEST:

WITNESS

WITNESS

HUBERT B. DAWSON

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said State and County, hereby certify that Hubert B. Dawson whose name

is signed to the foregoing Durable Power of Attorney, known to me, acknowledged before me on this day that, being informed of the contents of said Power of Attorney, has executed and delivered the same voluntarily on the day the same bears date.

Witness my hand and seal this the 14 day of January, 1991.

Diane Carter

NOTARY PUBLIC

My Commission Expires: 12-28-94

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STATE OF ALA. SPECIAL
I CERTIFY THIS
INSTRUMENT WAS FILED

91 APR 22 AM 11:54

JUDGE OF PROBATE

1. Dead Tax	—	0
2. Mtg. Tax	—	0
3. Recording Fee	—	10.00
4. Indexing Fee	—	3.00
5. No. of Pages	—	600
6. Carbon Fee	—	0
Total	—	14.00