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**SPECIAL POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, THAT I, Carol Linder Morgan, a legal resident of Craven County, North Carolina, do hereby make, constitute and appoint my sister, Marian Linder Bradford, my true and lawful attorney with respect to any and all matters affecting or relating to any and all interests that I own in that certain farm which is located near Harpersville in Shelby County, Alabama, which farm is owned by me and members of my Linder family and which we operate as "Spring Valley Farm" (the "Farm"); my said attorney to have the power and authority to manage and conduct all my business affairs with respect to the Farm and, for me and in my name and stead, and for my use and benefit, to do and perform all acts affecting my business and property interests in or relating to the Farm, as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present and acting for myself.

The power of my said attorney shall include (without limitation of the aforementioned statement of purpose) the following powers and authority with respect to my business and property interests in or relating to the Farm:

(a) the power to sell, buy, mortgage, lease, invest and reinvest any and all of my interests in the Farm and the proceeds derived from any such activities or dispositions, including the power to make, execute and acknowledge for me and on my behalf and as my said attorney-in-fact, all leases, contracts for use, contracts to sell or of sale, deeds, bills of sale, mortgages and notes relating to the business of the Farm or the renting, sale (in whole or in part), or other partial or total disposition or alienation of my property interests in the Farm, including joinder in any such transactions with other members of my Linder family or other parties in interest;

(b) the power to make, execute and acknowledge any and all other contracts, orders, leases, bills of sale, deeds and other instruments, and to effect the recording of such instruments as are needed to be recorded in public offices, as may be required or convenient in the management of my affairs with respect to the Farm;

(c) the power to receive and receipt for any and all sums of money or payments due or to become due to me; to endorse all checks, promissory notes, drafts and bills of exchange for collection; to deposit in my name in any bank or banks or savings institutions any and all monies collected or received by or for me; to pay any and all bills, accounts, claims and demands now or hereafter payable by me;

(d) to make, settle, litigate or release any claim of any sort on my behalf or in my defense;

(e) to sue any person, firm or corporation for damages for refusal to (i) honor this special power of attorney and (ii) comply with the directions of my said attorney acting hereunder.

The specifically enumerated powers in paragraphs (a) through (e) above are in aid and exemplification of the special power herein granted with respect to my interests in the Farm and are not in limitation or definition thereof, and I hereby ratify and confirm whatsoever my said attorney shall lawfully do or cause to be done by authority of this instrument.

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*Mr. Hugh Linder*  
4139 Stone River Rd.  
4211

This Power of Attorney has been granted by me with the expectation that my said attorney may desire to file this instrument for record in the Probate Court of Shelby County, Alabama, and to exhibit certified copies hereof to any persons with whom she deals hereunder. In the event that such is done, any purchaser or other person who deals with my said attorney may conclusively presume that this Power of Attorney has not been revoked unless and until an instrument of revocation has been filed for record in the said Probate Court of Shelby County, Alabama.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 7<sup>th</sup> day of August, 1990.

Carol Linder Morgan  
Carol Linder Morgan

STATE OF ALABAMA     )  
JEFFERSON COUNTY    )

I, the undersigned authority, in and for said county and state, hereby certify that Carol Linder Morgan, whose name is signed to the foregoing Power of Attorney, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Power of Attorney, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 7<sup>th</sup> day of August, 1990.

Mary Ann Adams  
Notary Public

My commission expires: 12-18-91  
(SEAL)

1. Doc. Tax	—	0.00
2. Mig. Tax	—	0.00
3. Recording Fee	—	3.00
4. Notary Fee	—	2.00
5. Notary Fee	—	1.00
6. Notary Fee	—	1.00
Total	—	7.00

91 MAY -8 AM 9:48

JUDGE OF PROBATE

THIS INSTRUMENT PREPARED BY:

William J. Ward  
Balch & Bingham  
1901 Sixth Avenue North, Suite 2600  
P.O. Box 208  
Birmingham, Alabama 35201

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