

STATE OF ALABAMA)
JEFFERSON COUNTY)

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a special Power of Attorney, that I CHERRY R. BAYLISS, being a resident of the State of Alabama, Jefferson County, do hereby make, constitute and appoint MARY ROGERS, as my duly authorized and appointed attorney-in-fact and agent for me and in my name, place and stead, and on my behalf to do and perform each and every act, deed, matter and thing whatsoever and as fully and effectually to all intents and purposes as I might or could do in my own proper person, if personally present, in connection with the closing of that certain real estate transaction more specifically the re-financing of the real property located at 4660 Lake Valley Drive, City of Birmingham, Shelby County, Alabama, more particularly described as:

Lot 56A, according to the survey of Southlake Townhomes, First Addition, as recorded in Map Book 13, Page 32 in the Probate Office of Shelby County, Alabama.

I do hereby empower my said attorney-in-fact to execute in my name and on my behalf any and all legal documents and papers as may be necessary and proper in the conduct and completion of the closing transaction, including, without limiting the generality of the foregoing, the power and authority to execute in my name all documents required by First Capital Mortgage Corporation, its successors and assigns, for a Thirty (30) year mortgage loan in the amount of Seventy-Seven Thousand Dollars (\$77,000.00).

I grant to my said agent or attorney-in-fact full power and authority to do, take and perform all and every act and thing whatsoever requisite, proper or necessary to be done in the exercise of any of the rights or powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that my said agent or attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

Cambridge

The execution and delivery by my said agent or attorney-in-fact of any conveyance, paper, instrument or document in my name and behalf shall be conclusive evidence of said agents approval of the consideration therefor, and of the form and contents thereof, and that said agent/attorney-in-fact deems the execution thereof in my behalf to be necessary or desirable.

Any person, firm or corporation dealing with my said agent or attorney-in-fact under the authority of this instrument is authorized to deliver to said agent or attorney-in-fact all considerations of every kind or character with respect to any transactions so entered into by said attorney-in-fact and shall be under no duty or obligation to see to or examine and to the disposition thereof.

Third parties may rely upon the representation of my agent or attorney-in-fact as to all matters relating to any power granted to my attorney-in-fact, and no person who may act in reliance upon the representation of my attorney-in-fact or the authority granted to him shall incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise any power herein granted.

IN WITNESS WHEREOF, I have executed this Special Power of Attorney, in original and two (2) counterparts, and I have directed that photostatic copies of the within power of attorney be made, which shall have the same force and effect as an original hereof.

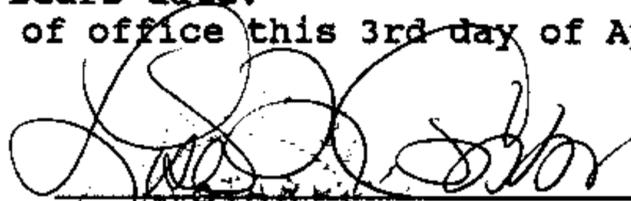
Dated on this the 3rd day of April, 1992.

 (SEAL)
Cherry R. Bayliss

STATE OF ALABAMA)
JEFFERSON COUNTY)

The undersigned, a Notary Public in and for said state and county, hereby certifies that Cherry R. Bayliss, whose name is signed to the foregoing Special Power of Attorney, and who is known to me, acknowledged before me on this date that he executed the same voluntarily on the day same bears date.

Given under my hand and seal of office this 3rd day of April, 1992.


Notary Public

My Commission expires: 10/23/98

04/10/1992 3997
08:26 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 10.00