

NOTICE OF REVOCATION OF POWER OF ATTORNEY

I, Florence Carter Florey of Town of Vincent, County of Shelby, State of Alabama hereby give notice that I do hereby revoke the power of attorney dated August 31, 1990, given to Belle F. Prosser, empowering said Bell F. Prosser to act as my true and lawful attorney in-fact to Bell F. Prosser as recited in the attached two (2) pages marked Exhibit A and made a part hereof as if fully recited herein; and I declare that all power and authority granted under power of attorney is hereby revoked and withdrawn.

Done this the 22 day of April, 1993.


FLORENCE CARTER FLOREY

Inst # 1993-11227

STATE OF ALABAMA)
)
SHELBY COUNTY)

04/22/1993-11227
02:41 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 11.50

I, James H. Sharbutt, a retired Circuit Judge, 18th Judicial Circuit, Shelby County in the State of Alabama, hereby certify that Florence Carter Florey whose name is signed to the foregoing notice of revocation of power of attorney, and who is known to me, acknowledge before me on this date, that, being informed of the contents of this instrument she executed the same voluntarily on the date the same bears date.

Given under my hand and seal, this 22 day of April, 1993.


James H. Sharbutt
Retired Circuit Judge
18th Judicial Circuit
Shelby County, State of Alabama.

The foregoing instrument was prepared by Judge James H. Sharbutt, Rt. 2 Box 2150, Centreville, Alabama, 35042.

James H. Sharbutt
Rt. 2, Box 2150
Centreville, Al. 35042

Exhibit A

POWER OF ATTORNEY

STATE OF ALABAMA)

JEFFERSON COUNTY)

KNOW ALL MEN BY THESE PRESENTS, THAT,

I, Florence Carter Florey, of the City of Vincent, County of Shelby, State of Alabama, have and by these presents do hereby nominate, constitute and appoint Belle F. Prosser as my true and lawful attorney-in-fact for me, and in my name and stead, to receive and receipt for all funds and property that may be due me from any source whatsoever, to sign, draw, endorse and cash checks, and other negotiable instruments in my name and on my behalf, to sell and convey real and personal property for me and in my name and stead, at such price and upon such terms and conditions as she may determine to be to my best interest, and to make disbursements and to purchase real and personal property for me and on my behalf for such price as to her seems reasonable, and generally to manage, handle and conduct all matters of my business, and to execute in my name and deliver all legal papers and documents for me in my place and stead to the same extent that I might do were I present in person; to appear and vote and otherwise act as my proxy or representative, in respect to such number of shares as I may be entitled to vote, at any and all meetings of stockholders of companies or corporations in which I now have or may hereafter have stock, and for such purpose to sign and execute any proxies or other instruments in my hand and on my behalf; from time to time to sell and dispose of as my said attorney shall think expedient, either by public auction or private sale, any shares of stock I now hold, or may hereafter hold, in any business corporation, or any bonds or securities of the United States, or of any state or municipal corporation or private company, and to receive in consideration money for the sale thereof, and for me and in my name to execute such transfers or assignments as shall be necessary to assign my said shares, bonds, or securities to the purchaser or purchasers thereof. I do hereby declare that the powers herein conferred shall exist from this day, until revoked by me in writing; it being my purpose and intent by this instrument to confer upon and vest in said Belle F. Prosser full and general powers to act for me during the aforementioned period, hereby giving and granting unto my said attorney-in-fact, full power and authority to effectuate the premises, and hereby ratifying and confirming whatsoever my said attorney-in-fact may lawfully do in the premises by virtue hereof.

I further grant my attorney-in-fact the following additional powers:

(1) To execute a revocable trust agreement with such trustee or trustees as my attorney-in-fact shall select which trust shall provide that all income and principal shall be paid to me, to some person for my benefit or applied for my benefit in such amounts as I or my attorney-in-fact shall request or as the trustee or trustees shall determine, and that on my death any remaining income and principal shall be paid to my personal representative, and that the trust may be revoked or amended by me or my attorney-in-fact at any time and from time to time; provided, however, that any amendment by my attorney-in-fact must be such that by law or under the provisions of this instrument such amendment could have been included in the original trust agreement; to deliver and convey any or all of my assets to the trust agreement; to deliver and convey any or all of my assets to the trustee or trustees thereof; to add any or all of my assets to such a trust already in existence at the time of the creation of this instrument or created by me at any time thereafter.

(2) To renounce and disclaim any property or interest in property or powers to which for any reason and by any means I may become entitled, whether by gift, testate or intestate succession; to release or abandon any property or interest in

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property or powers which I may now or hereafter own, including any interests in or rights over trusts (including the right to alter, amend, revoke or terminate) and to exercise any right to claim an elective share in any estate or under any will, and in exercising such discretion, my attorney-in-fact may take into account such matters as shall include but shall not be limited to any reduction in estate or inheritance taxes on my estate, and the effect of such renunciation or disclaimer upon persons interested in my estate and persons who would receive the renounced or disclaimed property.

(3) To make gifts, grants or other transfers without consideration either outright or in trust (including the forgiveness of indebtedness and the completion of any charitable pledges I may have made) to such person or organizations as my attorney-in-fact shall select.

(4) To nominate and/or petition for the appointment of my attorney-in-fact or any person my attorney-in-fact deems appropriate as primary, successor or alternate guardian, guardian ad litem or conservator or to any fiduciary office (all of such offices of guardian, et al., being hereinafter referred to as "Personal Representative") representing me or any interest of mine or any person for whom I may have a right or duty to nominate or petition for such appointment; to grant to any such Personal Representative all of the powers under applicable law that I am permitted to grant; to waive any bond requirement for such Personal Representative that I am permitted by law to waive.

This Power of Attorney shall not be affected by disability, incompetency or incapacity of the principal, it being the intent and purpose of this Power of Attorney to create a durable Power of Attorney as provided by Section 26-1-2, Code of Alabama, 1975.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal, on this the 31 day of August, 1990.

Florence Carter Florey (SEAL)
FLORENCE CARTER FLOREY

STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned authority, a Notary Public, in and for said County in said State, hereby certify that Florence Carter Florey whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this date, that, being informed of the contents of this instrument she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 31st day of August, 1990.

Clifford M. Spence
NOTARY PUBLIC

Inst # 1993-11227

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COPY

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