

CERTIFIED CORPORATE RESOLUTIONS

I HEREBY CERTIFY, that I am Secretary of Thompson Realty Company, Inc. a corporation organized and existing under the laws of the State of Alabama.

I FURTHER CERTIFY, that a meeting of the Board of Directors of said corporation was duly called and held at its office in Shoal Creek of the State of Alabama on the 6 day of January, 1995, that at said meeting a quorum was present and voting throughout, and that the following resolutions were duly adopted:

Resolved, that Andy Bruce Ward, CPA. replace Jeffrey Scott Beall, CPA. as Comptroller and General Manager of said corporation.

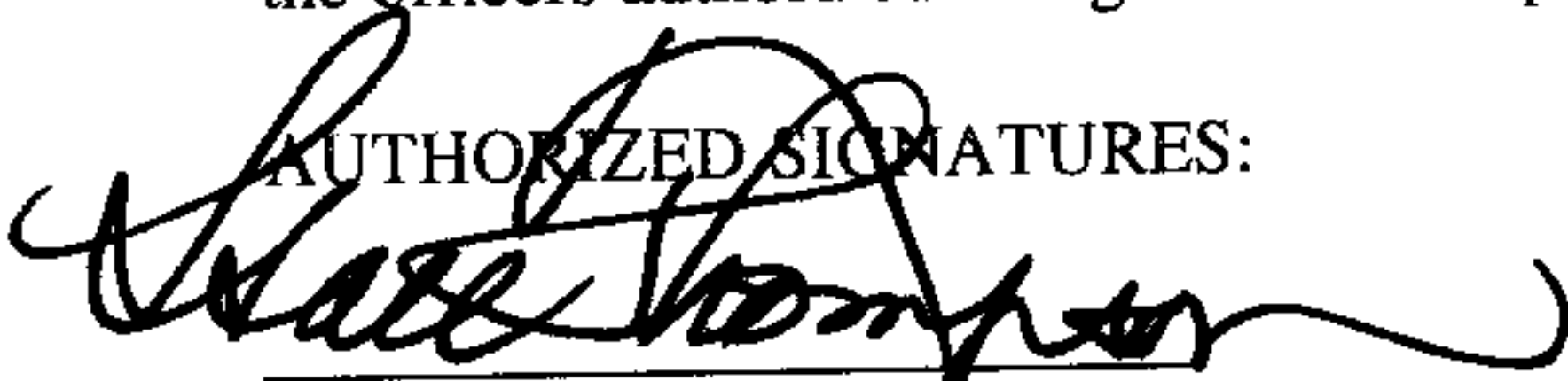
Resolved Further, that Andy Bruce Ward be and he is hereby authorized, directed and empowered (1) to serve as signature for checks of the corporation (2) to perform all acts and execute and deliver all agreements and instruments which the authorized officers may deem necessary or appropriate for the sale of Real Estate and other assets of the corporation, (3) to prepare and file Federal Documents for the corporation.

Resolved Further, that Hall W. Thompson be and he is hereby authorized, directed and empowered to enter the corporation into contracts for the sale of Real Estate and other assets of the corporation.

Resolved Further, that Kay Till be and she is hereby authorized, directed and empowered to serve as signature for checks of the corporation.

I FURTHER CERTIFY, that the foregoing resolutions are within the power of the Board of Directors to adopt as provided in the Articles of Incorporation and By-Laws of this Corporation, and that the specimen signatures appearing below are the genuine signatures of the officers authorized to sign for this corporation by virtue of said resolutions.

AUTHORIZED SIGNATURES:



HALL W. THOMPSON
PRESIDENT



LUCILLE R. THOMPSON
TREASURER

Inst # 1995-01302

01/17/1995-01302
12:33 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE
001 MCD 8.50



LUCILLE R. THOMPSON
SECRETARY

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