

DURABLE POWER OF ATTORNEY

1. KNOW ALL MEN BY THESE PRESENTS: That I, BERNELL J. HOLCOMBE, residing in Shelby County, Alabama, hereby make, constitute and appoint WILLIAM O. HOLCOMBE as my true and lawful attorney, to act in my name, place and stead, to do and execute all or any of the following acts, deeds and things:

(a) To transfer any of my real or personal property to the Trustee of the BERNELL J. HOLCOMBE REVOCABLE TRUST DATED Feb. 22, 1996;

(b) To generally do and perform all matters and things, make, execute and acknowledge all deeds or other conveyances, and to execute all other instruments of every kind which may be necessary or proper to effectuate the power hereinabove specifically granted, with the same full powers, and to all intents and purposes, with the same validity as I could, if personally present, and hereby ratifying and confirming whatsoever my said attorney shall and may do, by virtue hereof.

2. This Power of Attorney is in addition to any other Power of Attorney which I may have executed previously and shall not be deemed to revoke such previously executed Power of Attorney.

3. This Power of Attorney shall remain in full force and effect and any party dealing with my said Attorney-in-Fact at any time shall be fully protected and is hereby discharged, released and indemnified from so doing in respect of any matter relating hereto unless such particular party shall have received prior notice in writing of the revocation of this power.

4. THIS POWER OF ATTORNEY SHALL NOT BE AFFECTED BY MY DISABILITY, INCOMPETENCY OR INCAPACITY AND MAY BE EXERCISED NOTWITHSTANDING ANY SUCH DISABILITY, INCOMPETENCY OR INCAPACITY AND NOTWITHSTANDING ANY UNCERTAINTY AS TO WHETHER I AM DEAD OR ALIVE.

5. If WILLIAM O. HOLCOMBE shall die, resign, become incompetent or otherwise cease to serve as my Attorney-in-Fact hereunder, then I make, constitute and appoint THOMAS C. HOLCOMBE as his successor, with all of the powers, duties and authorities originally granted to my Attorney-in-Fact herein.

6. If at any time proceedings are commenced in any court to appoint a guardian, conservator or other fiduciary for me, then I nominate the person then serving as my Attorney-in-Fact hereunder to serve

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as such fiduciary, and I direct that no bond be required with respect to this appointment.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on Feb. 22, 1996.

Bernell J. Holcombe (SEAL)
BERNELL J. HOLCOMBE

STATE OF ALABAMA)

COUNTY OF SHELBY)

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

Given under my hand and official seal on Feb. 22, 1996.

[Signature]
Notary Public

My Commission Expires: 10.10.98

(NOTARIAL SEAL)

Return to
William Holcombe
3924 Forest Grove Drive
Anna Dale Virginia 22003

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