DURABLE POWER OF ATTORNEY

NOTICE: THIS POWER OF ATTORNEY IS A LEGAL DOCUMENT, AND PROVIDES THE ATTORNEY-IN-FACT WITH BROAD POWERS OVER THE PRINCIPAL'S PROPERTY UNLESS LIMITED BY THE TERMS OF THE POWER OF ATTORNEY ITSELF. THE POWERS GIVEN TO THE ATTORNEY-IN-FACT EXIST FOR AN UNLIMITED PERIOD OF TIME UNLESS LIMITED BY THE TERMS OF THE POWER OF ATTORNEY ITSELF. THE PRINCIPAL AMY REVOKE OR TERMINATE THIS POWER OF ATTORNEY AT ANY TIME. IF YOU NEED ADDITIONAL ADVICE ABOUT THIS POWER OF ATTORNEY, CONSULT WITH A LAWYER BEFORE SIGNING IT.

I, WILLIAM M. BENTON, SR., of the County of Shelby, State of Alabama, hereby appoint Sandra G. Benton, as my Attorney-in-fact, giving my Attorney-in-fact power and authority to do anything I would be entitled to do myself, including but not limited to the following:

To lease, sell, exchange, convey and mortgage any of my real estate or parts of my real estate for whatever consideration and under whatever terms my Attorney-in-fact deems appropriate and proper.

To foreclose mortgages and to take title to real property in my name as my Attorney-in-fact deems appropriate and proper.

To execute, acknowledge and deliver deeds of real estate, deeds of trust, mortgages, releases and any and all other instruments relating to my real estate which my life insurance policies on myself or anyone else in whom I may have an insurable interest.

To do anything I could do myself with regard to trusts created by me or which exist for my benefit.

To do anything I could do myself with regard to trusts created by me or which exist for my benefit.

To do anything I could do myself with regard to any tax matters or tax returns, including the power to sign any power of attorney form required by the Internal Revenue Service or any other federal, state or local authority.

To do anything I could myself with regard to any legal suit, action or claim.

To do anything I could do myself with regard to the operation of any business or any interest in any business I may have.

To make gifts of my money or property to any person, or to lend my money or other property to any person on any terms whatsoever.

06/27/1996-20640 DB:12 AM CERTIFIED SHELBY COUNTY JUDGE OF PROBATE 13.50

003 ACD

In addition to the powers enumerated above, I give my Attorney-in-fact full power and authority to perform whatever acts are necessary to be done in the premises, and I hereby ratify and confirm any and every act my Attorney-in-fact may lawfully do, acknowledging such acts as my own.

A photocopy of this instrument shall be deemed an original for all purposes.

This Power of Attorney shall not be affected by my disability or incapacity. It is my intent that this instrument be construed as a Durable Power of Attorney.

If any part of the Power of Attorney is held to be invalid under any law, the remained of this instrument shall not be affected by such invalidity.

IN WITNESS WHEREOF, I have executed this Power of Attorney on June 26, 1996.

William M. Benton, Sr.

Principal

ATTESTATION

We hereby certify that on June 26, 1996, we witnessed William M. Benton, Sr. sign and execute this instrument, declaring and publishing it as his Power of Attorney, in our presence and the presence of each other. We believe William M. Benton, Sr. to be of sound mind, under no compulsion or duress, and we sign our names below as Witnesses in his presence, at his request and in the presence of each other on June 26, 1996.

Resides at	Hung Box 1269 Columbia
Witness 1 Signature	Street Address
Deil Thompson	Al 3505/
Witness 1 (Printed)	City, State, Zip
Twy Dower Resides at	197 Ausust Road
Witness 2 Signature	Street Address
Troy Dover	Columbiana Al 35051
Witness 2 (Printed)	City, State, Zip

State of Alabama

County of Shelby

On this 26th Day of June, 1996, before me, the undersigned, a Notary Public in and for the State and County named above, personally appeared William M. Benton, Sr., who is known to me personally as the principal described in and who executed the above Power of Attorney, and, after first being sworn, declared this instrument as his free act and deed, and signed it in my presence.

Subscribed and sworn to before me this 26th day of June, 1996.

Athalie S. Gould Notary Public

My Commission Expires: 7-16-96

Inst # 1996-20640

D6/27/1996-2064D
D8:12 AM CERTIFIED
SHELBY COUNTY JUBGE OF PROBATE
13.50