

SPECIFIC POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, **Joe Harrell**, a legal resident of Jefferson County, Alabama, do hereby make, constitute and appoint **Steven E. Chambers**, my true and lawful attorney in the circumstances hereinafter set forth to do and perform all acts affecting my business or property, as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present and acting for myself. This Power of Attorney becomes effective of even date herewith.

The power of my said attorney shall include (without limitation of the aforementioned general power) the power to execute any and all documents between myself and Bank of Alabama and the "Shirley Group", with regard to the parcels set forth in Exhibit A, incorporated herein by reference and any and all documents with other parties needed to effect said transaction as required by Bank of Alabama.

This power of attorney has been granted by me with the expectation that my said attorney may desire to file this instrument for record in the Probate Court of Jefferson County, Alabama, and to exhibit certified copies hereof to any persons with whom she deals hereunder. In the event that such is done, any purchaser or other person who deals with my said attorney may conclusively presume that this power of attorney has not been revoked unless and until an instrument of revocation has been filed for record in the said Probate Court of Jefferson County, Alabama.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 26th day of September, 1996.


Joe Harrell

Inst # 1996-32250

09/30/1996-32250
04:14 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 HCB 18.50

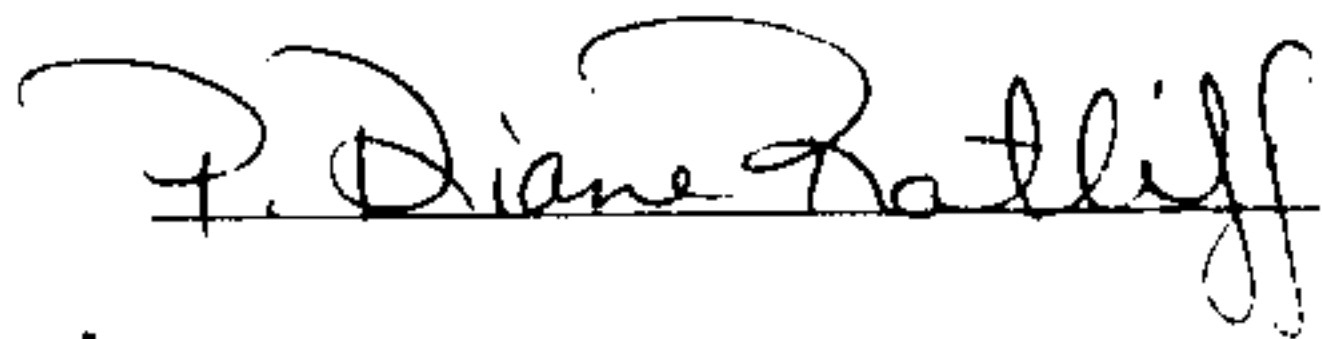
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STATE OF ALABAMA)

JEFFERSON COUNTY)

I, the undersigned authority, in and for said county and state, hereby certify that Joe Harrell, whose name is signed to the foregoing Power of Attorney, and who is known to me, acknowledged before me on this day that, being informed of the contents of said Power of Attorney, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 26th day of September, 1996.

A handwritten signature in cursive script that reads "P. Diane Rattliff". The signature is written over a horizontal line.

My commission expires: 3-17-99

EXHIBIT A

DESCRIPTION OF REAL PROPERTY

PARCEL I:

Commence at the Southwest corner of Section 22, Township 20 South, Range 3 West, Shelby County, Alabama; thence deflect 134 degrees 40 minutes 46 seconds to the left from the South line of said Section 22 and run in a Northwesterly direction a distance of 502.68 feet to the point of beginning of the herein described parcel; thence deflect 42 degrees 41 minutes 38 seconds to the left and run in a Northwesterly direction a distance of 301.21 feet to a point; thence turn an interior angle of 92 degrees 40 minutes 54 seconds and run to the right in a Northerly direction a distance of 1932.02 feet to a point on a curve to the right, said point being on the Southerly right-of-way of Brookline Parkway; thence turn an interior angle of 88 degrees 43 minutes 57 seconds to the tangent of said curve having a central angle of 48 degrees 33 minutes 50 seconds and a radius of 377.37 feet and run to the right in a Southeasterly direction along the Southerly and Southwesterly right-of-way of Brookline Parkway a distance of 319.86 feet to a point of compound curvature; thence continue in a Southeasterly to Southerly direction along the Southwesterly and Westerly right-of-way of Brookline Parkway and along the arc of a curve to the right having a central angle of 34 degrees 43 minutes 48 seconds and a radius of 214.71 feet a distance of 130.15 feet to the PT of said curve; thence continue in a Southerly direction along the Westerly right-of-way of Brookline Parkway and along the projection of the tangent to the last described curve a distance of 291.34 feet to a point; thence turn an interior angle of 275 degrees 57 minutes 29 seconds and run to the left in a Northeasterly direction a distance of 270.35 feet to a point; thence turn an interior angle of 83 degrees 57 minutes 45 seconds and run to the right in a Southerly direction a distance of 682.62 feet to a point; thence turn an interior angle of 212 degrees 13 minutes 57 seconds and run to the left in a Southeasterly direction a distance of 114.44 feet to a point; thence turn an interior angle of 112 degrees 23 minutes 00 minutes and run to the right in a Southwesterly direction a distance of 793.68 feet to the point of beginning.

PARCEL III:

Commence at the Southwest corner of the SW 1/4 of the SW 1/4 of Section 22, Township 20 South, Range 3 West, Shelby County, Alabama; thence continue East along said 1/4 line 575.73 feet; thence a delta angle of 69 degrees 14 minutes 00 seconds left, 264.60 feet; thence delta angle of 2 degrees 25 minutes 30 seconds right, 179.95 feet; thence a delta angle of 11 degrees 35 minutes left, 154.12 feet; thence a delta angle of 8 degrees 34 minutes left, 89.52 feet; thence continue along said line 125.00 feet; thence a delta angle of 3 degrees 03 minutes right, 338.29 feet; thence a delta angle of 10 degrees 22 minutes 30 seconds left, 270.35 feet; thence a delta angle of 9 degrees 21 minutes 30 seconds right, 18.00 feet to the point of beginning; thence continue along said line 293.86 feet; thence a delta angle of 0 degrees 21 minutes right, 63.68 feet; thence a delta angle of 63 degrees 00 minutes left, 223.00 feet; thence a delta angle of 90 degrees 00 minutes left, 400.00 feet; thence an angle to the left of 45 degrees 30 minutes, 43.00 feet; thence a delta angle of 23 degrees 00 minutes left, 126.00 feet; thence a delta angle of 55 degrees 30 minutes left, 145.00 feet; thence a delta angle of 68 degrees 30 minutes right, 157.00 feet; thence a delta angle of 79 degrees 00 minutes left, 142.00 feet; thence a delta angle of 80 degrees 00 minutes left 660.00 feet; thence an angle to the right of 85 degrees 00 minutes, 105.00 feet; thence a delta angle of 43 degrees 00 minutes right, 65.00 feet; thence a delta angle of 85 degrees 00 minutes left, 210.00 feet; thence an angle to the left of 54 degrees 30 minutes, 150.00 feet; thence a delta angle of 68 degrees 00 minutes left, 55.00 feet; thence a delta angle of 9 degrees 30 minutes left, 110.00 feet; thence a delta angle of 54 degrees 00 minutes left, 168.00 feet; thence a delta angle of 40 degrees 00 minutes right, 215.00 feet to the point of beginning; being situated in Shelby County, Alabama.

EXHIBIT A

DESCRIPTION OF REAL PROPERTY

PARCEL IV:

Commence at the Southwest corner of the SW 1/4 of the SW 1/4 of Section 22, Township 20 South, Range 3 West, Shelby County, Alabama; thence continue East along said 1/4 line 575.73 feet; thence a delta angle of 69 degrees 14 minutes 00 seconds left, 264.60 feet; thence a delta angle of 2 degrees 25 minutes 30 seconds right, 179.95 feet; thence a delta angle of 11 degrees 35 minutes left, 154.12 feet; thence a delta angle of 8 degrees 34 minutes left, 89.52 feet; thence continue along said line 125.00 feet; thence a delta angle of 3 degrees 03 minutes right, 98.29 feet to the point of beginning; thence continue along said line 240.00 feet; thence a delta angle of 10 degrees 22 minutes 30 seconds left, 270.35 feet; thence a delta angle of 9 degrees 21 minutes 30 seconds right, 18.00 feet; thence an angle to the right of 64 degrees 00 minutes, 215.00 feet; thence a delta angle of 40 degrees 00 minutes, left, 168.00 feet; thence a delta angle of 54 degrees 00 minutes right, 110.00 feet; thence a delta angle of 9 degrees 30 minutes right, 55.00 feet; thence a delta angle of 68 degrees 00 minutes right, 150.00 feet; thence an angle to the right of 54 degrees 30 minutes, 210.00 feet; thence a delta angle of 85 degrees 00 minutes right, 65.00 feet; thence a delta angle of 43 degrees 00 minutes left, 105.00 feet; thence a delta angle of 85 degrees 00 minutes left, 95.00 feet; thence a delta angle of 31 degrees 00 minutes left, 110 feet; thence an angle to the left of 114 degrees 30 minutes, 270.00 feet along a 60 foot right of way for Plantation Pipeline Company; thence an angle to the right of 90 degrees 00 minutes, 60.00 feet to the P.C. of a curve to the right with a delta angle of 31 degrees 00 minutes and a radius of 478.97 feet; thence an angle to the right from the chord of said curve of 93 degrees 30 minutes, 100.00 feet; thence an angle to the left of 140 degrees 30 minutes, 168.00 feet; thence a delta angle of 130 degrees 00 minutes left, 140.00 feet; thence a delta angle 56 degrees 30 minutes right 55.00 feet; thence an angle to the left of 164 degrees 00 minutes, 130.00 feet; thence a delta angle of 60 degrees 00 minutes right, 176.00 feet; thence an angle to the left of 145 degrees 00 minutes, 65.00 feet; thence a delta angle of 80 degrees 00 minutes left, 84.00 feet; thence a delta angle of 80 degrees 00 minutes right, 128.00 feet to the point of beginning; being situated in Shelby County, Alabama.

PARCEL V:

Commence at the Southwest corner of the SW 1/4 of the SW 1/4 of Section 22, Township 20 South, Range 3 West, Shelby county, Alabama; thence continue East along said quarter line 575.73 feet; thence a delta angle of 69 degrees 14 minutes 00 seconds left, 264.60 feet; thence a delta angle of 2 degrees 25 minutes 30 seconds right, 179.95 feet; thence a delta angle of 11 degrees 35 minutes left, 154.12 feet; thence a delta angle of 8 degrees 34 minutes left, 89.52 feet to the point of beginning; thence continue along said line 125.00 feet; thence a delta angle of 3 degrees 03 minutes right, 98.29 feet; thence a delta angle of 63 degrees 00 minutes left, 128.00 feet; thence a delta angle of 80 degrees 00 minutes left, 84.00 feet; thence a delta angle of 80 degrees 00 minutes right, 65.00 feet; thence an angle to the right of 145 degrees 00 minutes 176.00 feet; thence a delta angle of 60 degrees 00 minutes left, 130.00 feet; thence an angle to the right of 164 degrees 00 minutes, 55.00 feet; thence a delta angle of 56 degrees 30 minutes left, 140.00 feet; thence an angle to the right of 130 degrees 00 minutes, 380.00 feet to the point of beginning; being situated in Shelby County, Alabama.

Minerals and mining rights excepted.

EXHIBIT A

Mortgages to be Assigned

Legal Description

Lots 2 and 3, according to the Survey of Paradise Acres, First Sector, as recorded in Map Book 56, Page 17, in the Probate Office of Jefferson County, Alabama, Bessemer Division, being situated in Jefferson County, Alabama. Less and except that part sold to the State of Alabama as recorded in Bessemer Real Volume 1107, page 770, and Inst. No. 9510/3321, Jefferson County, Alabama.

Minerals and mining rights excepted.

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