

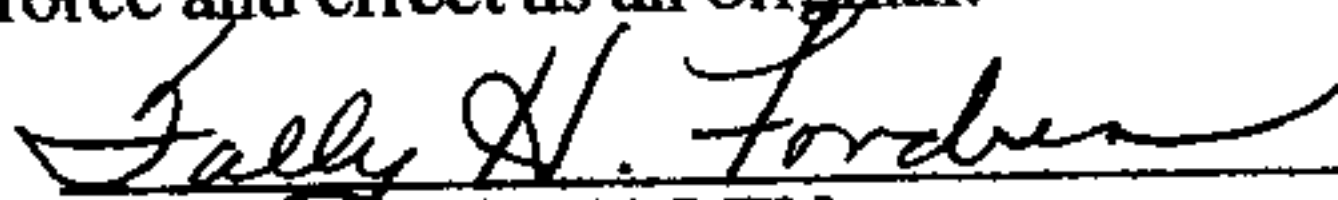
**DURABLE POWER OF ATTORNEY**

STATE OF ALABAMA     )  
                                  )  
COUNTY OF SHELBY    )

Know All Men by These Presents, which are intended to constitute a Durable Power of Attorney, that I, SALLY H. FONDREN, the undersigned, of the City of Calera, County of Shelby, State of Alabama, do hereby make, constitute and appoint KEN C. FONDREN of the City of Calera, County of Shelby, State of Alabama, my true and lawful Attorney In Fact, for and in my name, place and stead, and on my behalf and for my use, and benefit to do, perform and execute all and every act that I may legally do through an attorney in fact, and every proper power necessary to carry out the purposes for which this power is granted, with full power of substitution and revocation, hereby ratifying and affirming that which KEN C. FONDREN, or his substitute shall lawfully do or cause to be done by himself or him substitute lawfully designated by the virtue of the power herein conferred upon him.

The rights, powers and authority of my said Attorney in Fact herein granted shall commence and be in full force and effect upon the disability, incompetency, or incapacity of the said principal, SALLY H. FONDREN, and such rights, powers, and authority shall remain in full force and effect thereafter until the death of the principal, SALLY H. FONDREN, or until her disability, incompetency, or incapacity is otherwise terminated. Any action taken in good faith pursuant to the foregoing authority without actual knowledge of my death shall be binding upon me, my heirs, assigns and personal representatives.


In Witness Whereof, as Principal, I have signed this Power of Attorney at BIRMINGHAM, Alabama, this 20TH day of NOVEMBER, 1996, and I have directed that photographic copies of this power be made which shall have the same force and effect as an original.

  
SALLY H. FONDREN

STATE OF ALABAMA     )  
                                  )  
COUNTY OF SHELBY    )

I, ANGELA G. TURNER, a Notary Public in and for said County in said State, hereby certify that SALLY H. FONDREN, whose name is signed to the foregoing Durable Power of Attorney, he executed the same voluntarily on the day the same bears date.

Given under my hand this the 20 day of NOVEMBER, 1996.

  
Notary Public

12/05/1996-40001  
10:54 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
001 MEL 8.50