

SPECIFIC DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, William R. Lawrence, a legal resident of SIERRA County, State of CALIFORNIA have made, constituted and appointed, and by these presents do make, constitute and appoint Nancy Rhodes, who resides in Shelby County, State of Alabama, my true and lawful attorney-in-fact to act in, manage, and conduct all my estate and all my affairs, and for that purpose for me and in my name, place and stead, and for my use and benefit, and as my act and deed, to do and to execute, or to concur with persons jointly interested with myself therein in the doing or executing of, all or any of the following acts, deeds, and executing of, all or any of the following acts, deeds, and things necessary to accomplish the following:

Inst # 1997-10364

1. I specifically authorize and grant to my said attorney-in-fact full power and authority to do, take, and perform all and every act and everything whatsoever requisite, proper or necessary to be done in the purchase and mortgage of the property hereinafter described, as fully to all intents and purposes as I might or could do if personally present, with full power to execute and sign my name to a mortgage with a principal balance of \$90,150.00 at a rate of 7.875% in equal installments for a period of thirty (30) years (360) months on said property to Alliance Mortgage Corporation, its successors and/or assigns as their interest may appear and with full power of substitution or revocation, hereby ratifying and confirming all that my attorney-in-fact, or his substitute, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted as to the following described property:

See attached Exhibit A which is hereby incorporated by reference and made part hereof as though fully set out herein.

GIVING AND GRANTING unto said attorney-in-fact full power and authority to do and perform all and every act, deed, matter, and thing whatsoever in and about my estate, property, and affairs as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present, and hereby ratifying all that my said attorney shall lawfully do or

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cause to be done by virtue of these presents. This instrument is to be construed and interpreted as a Durable and Specific Power of Attorney. This Durable Power of Attorney shall not be affected by the disability, incompetency or incapacity of the principal. Such rights, powers and authority shall remain in full force and effect thereafter until my death.

And I hereby declare that any act or thing lawfully done hereunder by my said attorney-in-fact shall be binding on myself, and my heirs, legal and personal representative, and assigns; whether the same shall have been done before or after my death, or other revocation of this instrument, unless and until reliable intelligence or notice thereof shall have been actually received by my attorney.

IN WITNESS WHEREOF, as principal, I have signed this Durable Power of Attorney at DOWNIEVILLE, California on this the 19th day of March, 1997, and I have directed that photographic copies of this Power be made which shall have the same force and effect as an original.

William R. Lawrence
William R. Lawrence

STATE OF CALIFORNIA)
SIERRA COUNTY)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that William R. Lawrence, whose name is signed to the foregoing Durable Power of Attorney, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Durable Power of Attorney, he executed the same voluntarily on the date the same bears date.

Given under my hand and seal on this the 19th day of March, 1997.

S. K. McAndrew
NOTARY PUBLIC

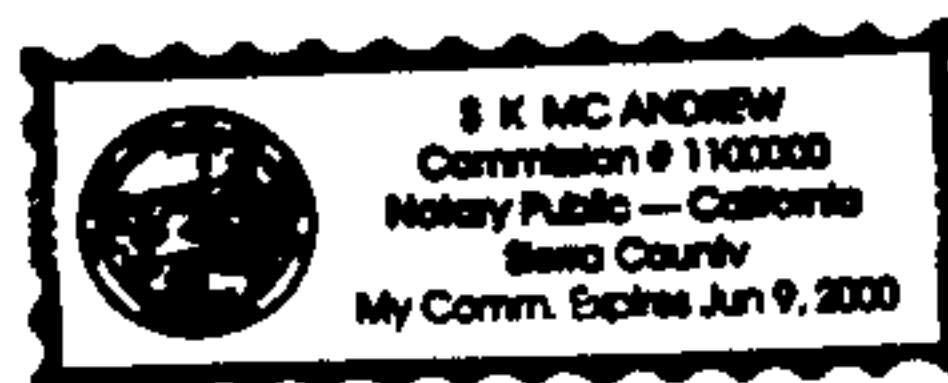


EXHIBIT "A"

Lot 17, in Block 4, according to the Survey of Willow Glen, as recorded in Map Book 7, Page 101, in the Probate Office of Shelby County, Alabama.

Minerals and mining rights excepted.

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