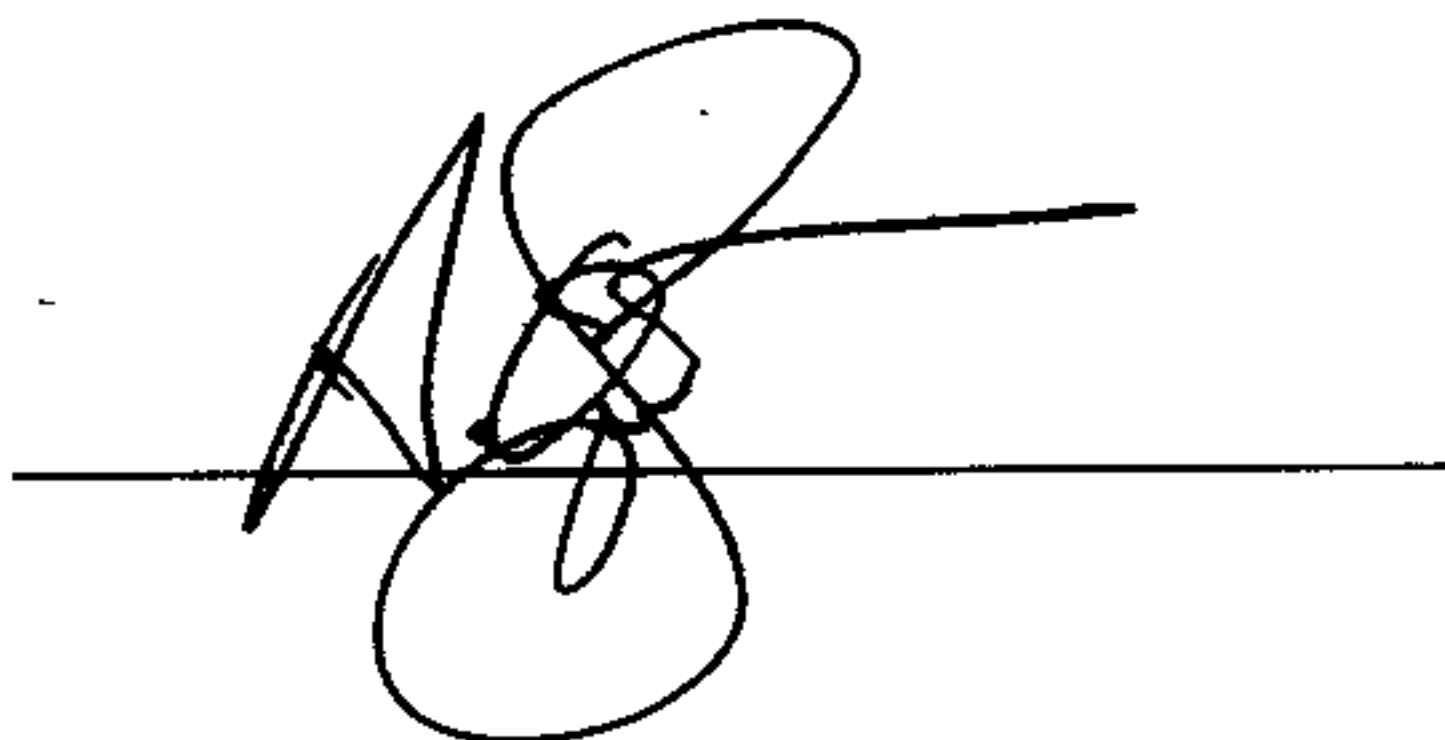


Special Power of Attorney

Know All Men By These Presents:

That I, A. Oliver McGill, Jr., do hereby name, constitute and appoint Melanie P. McGill, to grant, sell, and convey any and all interest in the property located at 100 Pebble Drive, Alabaster, Alabama 35007. Unless otherwise notified by me this Power of Attorney remains in effect indefinitely.

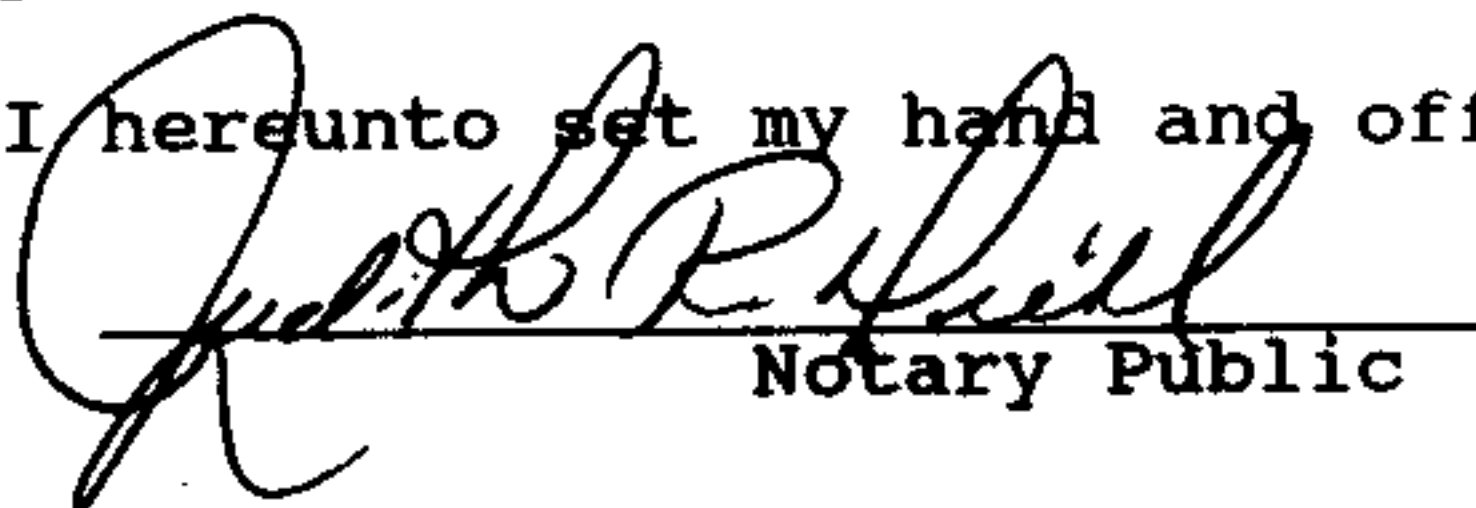
Granting and giving unto said attorney-in-fact full authority and power to do and perform any and all acts necessary or incident to the performance and execution of the powers herein granted, as fully to all intents and purposes as the grantor might or could do if personally present, with full power of substitution.



State of Virginia
County of Stafford

On this the 9th day of April, 1997, before me, Judith R. Diehl, the undersigned officer, personally appeared A. Oliver McGill, Jr., known to me to be the person whose name is authorized to the within instrument and acknowledged that he executed the same for the purpose therein contained.

In witness whereof I hereunto set my hand and official seal.


Notary Public

My Commission Expires: October 31, 1997.

06/03/1997-17172
09:44 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MEL 11.00

AFFIDAVIT
REGARDING NON-REVOCATION OF POWER OF ATTORNEY

Before me, the undersigned Notary Public, in and for the State of Alabama-at-Large, personally appeared
who having been by me first duly sworn, deposed as follows:

1. My name is MELANIE P. MCGILL, I am over the age of twenty-one (21) years, and have personal knowledge of the facts stated herein.

2. On APRIL 9, 199, ALBERT O. MCGILL, JR. appointed me as attorney-in-fact under a Power of Attorney, a true and correct copy of which is attached hereto as Exhibit A.

3. I have on this day exercised the above-referenced Power of Attorney by executing WARRANTY DEED, and various other documents relating to the SALE of a residence located in SHELBY County, Alabama, and being more particularly described as follows, to-wit:

LOT 7, ACCORDING TO THE MAP OF SHALIMAR POINT, AS RECORDED IN MAP BOOK 14 PAGE 105 IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

4. At the time of the execution of the above-mentioned closing documents and exercise of the Power of Attorney, I had no actual knowledge of the termination of the power by revocation or of ALBERT O. MCGILL, JR.'s death. I know ALBERT O. MCGILL, JR. to be still living, and have never been notified since the execution of the Power of Attorney that he/she/or it has revoked said power.

5. I am making this Affidavit pursuant to Code of Alabama 1975 Section 26-1-2(e).

Witness my hand and seal this the 23RD day of MAY, 1997.

Melanie P. McGill (L.S.)
Affiant and Attorney-in-Fact

Subscribed and sworn to before me on this the 23RD day of MAY, 1997.

Robert J. Red

Notary Public

My Commission Expires: 7/14/98

06/03/1997-17172
09:44 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MEL 11.00

Inst # 1997-17172