

STATE OF ALABAMA

SHELBY COUNTY

DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that I, **HAYWOOD W. KITE**, a legal resident of the State of Alabama, presently being of sound mind and not being under any mental disability, incompetency or incapacity, do hereby nominate, constitute and appoint my wife, **SYBIL B. KITE**, a legal resident of the State of Alabama, as and for my true and lawful attorney-in-fact under the provisions of and in accordance with Section 26-1-2, 1975 Code of Alabama, so that this power of attorney shall not be affected by my subsequent disability, incompetency or incapacity. I hereby bestow and vest my said attorney-in-fact with the following powers for me and in my name and on my behalf:

To withdraw any and all monies deposited with any bank, trust company or other financial institutions now or hereafter having monies belonging to me or held in my name, and for that purpose to draw checks in my name;

To deposit in my name and for my account with any bank, trust company or other financial institution, all monies payable or belonging to me or that may come into possession of my said attorney-in-fact; and all bills of exchange, drafts, checks, promissory notes and other instruments for money payable or belonging to me, and for that purpose to sign my name and endorse same for deposit or collection;

To have free access to safe deposit boxes and other places of safekeeping and storage, and to withdraw any or all of the property therefrom;

To invest and reinvest funds now or hereafter belonging to me in such securities or other properties as my said attorney shall deem proper;

To collect, sue, compromise or otherwise dispose of any claim or debt in which I now or hereafter may have an interest;

To pay, compromise or otherwise discharge and secure releases from any obligations or claims against me as my said attorney shall deem proper;

To exercise all present or future rights and powers with respect to any security now or hereafter owned by me, including mutual funds and their investments;

To acquire, purchase, exchange and grant options to sell, mortgage, pledge, lease, sell and convey real or personal property, tangible or intangible, or interests therein, on such terms and conditions as my said attorney shall deem proper, with full authority to sign, endorse, execute and deliver any sales agreement, deed, bill of sale and all other instruments or documents pertaining to the sale of any of my real or personal property; and to enter into bonds, contracts, mortgages and deeds connected therewith;

To hire or contract for services of surveyors, real estate brokers or agents, property managers, contractors, appraisers, real estate developers, geologists, accountants, lawyers, consultants, engineers and any other person necessary, proper or convenient to enable my said attorney to manage my affairs (whether personal, financial or otherwise) and to exercise the powers granted herein;

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To maintain, repair, improve, invest, manage, insure, rent, lease, encumber, and in any manner deal with any real or personal property, tangible or intangible, or any interest therein, that I now own or may hereafter acquire in my name and for my benefit, upon such terms and conditions as my said attorney shall deem proper;

To prepare, sign and file joint or separate income tax returns or declarations of estimated tax for any year or years; to prepare, sign and file gift tax returns with respect to gifts made by me for any year or years; to consent to any gift and to utilize any gift-splitting provision or other tax election; and to prepare, sign and file any claims for refund of any tax;

To change the beneficiaries on any insurance policies on my life, provided, however, that neither such right and power, nor any other rights and powers, shall be exercisable with respect to any policies of life insurance on the life of my said attorney herein named, which may at any time be owned by me;

To hold or acquire any property or securities, regardless of whether such property or securities are a so-called "legal" investment, where such course is, in the said attorney's opinion, for my best interest;

To disclaim any gift, devise or inheritance of property, real or personal, to or for my benefit;

To use and apply so much of the income and principal of the assets comprising my estate as may be necessary or desirable, in the sole discretion of my said attorney, for my maintenance and support, and for the support and maintenance of any person dependent upon me, taking into consideration other income, resources, or financial assistance available to any of them from all other sources. Any decisions made by my said attorney with respect to the matters set forth hereinabove shall be final, binding and conclusive upon all of the beneficiaries of my estate, and my said attorney shall be released and discharged of and from all liability for any such decisions that my said attorney may make in good faith with respect thereto.

To do generally, any or all acts on my behalf on any other matters or things pertaining to or belonging to me with the same validity as I might act or could do if personally present and not under any disability, incompetency or incapacity.

To exercise all powers and do all acts on my behalf deemed by my said attorney-in-fact to be incidental to, or necessary or proper to carry into full effect, the foregoing powers hereby ratifying and confirming all that my said attorney-in-fact can lawfully do or cause to be done by virtue hereof.

Make all arrangements and execute all papers and documents that may be necessary or desirable hereafter to cause me to be admitted to and maintained in a Nursing Home, Convalescent Home, Hospital, or other medical, convalescent, or medical facility or boarding facility of any nature, should the same become necessary or desirable in the sole discretion of my said attorney.

In the event that during my disability, incompetency or incapacity any proceedings are commenced in any Court to appoint a guardian, curator, conservator or other fiduciary for and on my behalf, then and in those events, I do hereby nominate and request the Court to appoint my wife, **SYBIL B. KITE**, as such guardian, curator, conservator or other fiduciary.

It is my intention that notwithstanding my subsequent disability, incompetency or incapacity, this power of attorney shall remain in full force and effect until expressly revoked

or amended as provided by law, provided that such revocation or amendment shall be of no effect with respect to parties acting or things done in reliance upon this durable power of attorney prior to the actual receipt by them of written notice of such revocation or amendment.

IN WITNESS WHEREOF, I set my hand and seal this 15 day of January, 1998.

WITNESSES:

Deann O. Brown

[Signature]

STATE OF ALABAMA
SHELBY COUNTY

W
Haywood W. Kite (SEAL)
Haywood W. Kite

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that **Haywood W. Kite**, whose name was signed to the foregoing instrument in my presence, and who is known to me, acknowledged before me on this day, that, being informed of all contents of the foregoing Durable Power of Attorney, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 15 day of January, 1998.

Ann S. Hulsey
Notary Public

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