

SPECIAL POWER OF ATTORNEY

I, Johnny Mack Kimbrell, residing at 126 Chandler Drive, Alabaster, Alabama 35007, hereby appoint J. Michael Kimbrell of 126 Chandler Drive, Alabaster, AL 35007, as my Attorney-in-Fact ("Agent").

My Agent shall have full power and authority to act on my behalf but only to the extent permitted by this Special Power of Attorney. My Agent's powers shall include the power to:

1. Mortgage or encumber any interest of mine in real estate that is used by me as a personal residence and is located at:

126 Chandler Drive
Alabaster, AL

and legally described on the attached Exhibit.

This power shall include the power to (i) mortgage or encumber on such terms as my Agent shall deem appropriate, subject to the limitations (if any) stated above, (ii) sign any documents (including a mortgage or deed of trust), and (iii) take any other action that may be required to effect such mortgage or encumbrance.

2. Obtain credit or borrow money as deemed appropriate by my Agent. This power shall include the power to (i) obtain credit upon such terms as my Agent may deem appropriate, subject to the limitations (if any) stated above, (ii) sign any documents (including notes, credit agreements, security agreements, and financing statements), and (iii) take any other action that may be required to complete the above transaction.

I hereby grant to my Agent the full right, power, and authority to do every act, deed, and thing necessary or advisable to be done regarding the above powers, as fully as I could do if personally present and acting.

Any power or authority granted to my Agent under this document shall be limited to the extent necessary to prevent this Power of Attorney from causing (i) my income to be taxable to my Agent, (ii) my assets to be subject to a general power of appointment by my Agent, and (iii) my Agent to have any incidents of ownership with respect to any life insurance policies that I may own on the life of my Agent.

My Agent shall not be liable for any loss that results from a judgment error that was made in good faith. However, my Agent shall be liable for willful misconduct or the failure to act in good faith while acting under the authority of this Power of Attorney.

I authorize my agent to indemnify and hold harmless any third party who accepts and acts under

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this document.

My Agent shall not be entitled to any compensation, during my lifetime or upon my death, for any services provided as my Agent. My Agent shall be entitled to reimbursement of all reasonable expenses incurred in connection with this Power of Attorney.

My Agent shall provide an accounting for all funds handled and all acts performed as my Agent, if I so request or if such a request is made by any authorized personal representative or fiduciary acting on my behalf.

This Power of Attorney shall become effective on March 22, 1999, and shall not be affected by my disability or lack of mental competence, except as may be provided otherwise by an applicable state statute. This is a Durable Power of Attorney. This Power of Attorney shall continue effective until my death. This Power of Attorney may be revoked by me at any time by providing written notice to my Agent.

Dated MARCH 22, 1999, at Birmingham, Alabama.

Johnny Mack Kimbrell
Johnny Mack Kimbrell

State of Alabama

County of Jefferson

On this the 22nd day of March, 1999, before me,
Sharon A. McChesney, personally appeared Johnny Mack Kimbrell,
known to me (or satisfactorily proven) to be the person whose name is subscribed to the within
instrument and acknowledged that he/she executed the same as for the purposes therein
contained.

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

Sharon A. McChesney
Notary Public

Title (and Rank) _____ MY COMMISSION EXPIRES
My commission expires _____ 9/1/2002

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