

DURABLE GENERAL POWER OF ATTORNEY

STATE OF ALABAMA
COUNTY OF SHELBY

Know all men by these presents, that I, Aaron Anthony Mitchem, the undersigned, a resident of Shelby County, Alabama, P.O. Box 202, Westover, Alabama 35185, do hereby make constitute, and appoint my wife, Candi Jamelle Mitchem of P.O. Box 202, Westover, Alabama my true and lawful attorney in fact for me and in my name, place, and stead, and on my behalf, and for my use and benefit:

1. To exercise or perform any act, power, duty, right, or obligation whatsoever that I now have, or may hereafter acquire the legal right, power, or capacity to exercise or perform, in connection with, arising from, or relating to any person, item, transaction, thing, business property, real or personal, tangible or intangible, or matter whatsoever;

2. To request, ask, demand, sue for, recover, collect, receive, and hold and possess all such sums of money, debts, dues, commercial paper, checks, drafts, accounts, deposits, legacies, bequests, devises, notes, interests, stock certificates, bonds, dividends, certificates of deposit, annuities, pension and retirement benefits, insurance benefits and proceeds, any and all documents of title, chooses in action, personal and real property, intangible and tangible property and property rights, and demands

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whatsoever, liquidated or unliquidated, as now are, or shall hereafter become, owned by, or due, owing, payable, or belonging to, me or in which I have or may hereafter acquire interest, to have, use, and take all lawful means and equitable and legal remedies, procedures, and writs in my name for the collection and recovery thereof, and to adjust, sell, compromise, and agree for the same, and to make, execute, and deliver for me, on my behalf, and in my name, all endorsements, acquittances, releases, receipts, or other sufficient discharges for the same;

3. To lease, purchase, exchange, and acquire, and to agree, bargain and contract for the lease, purchase, exchange, and acquisition of, and to accept, take, receive, and possess any real or personal property whatsoever, tangible or intangible, or interest thereon, on such terms and conditions, and under such covenants, as said attorney in fact shall deem proper;

4. To maintain, repair, improve, manage, insure, rent, lease, sell, convey, subject to liens, mortgage, subject to deeds of trust, and hypothecate, and in any way or manner deal with all or any part of any real or personal property whatsoever, tangible or intangible, or any interest therein, that I now own or may hereafter acquire, for me, in my behalf, and in my name and under such terms and conditions, and under such covenants, as said attorney in fact shall deem proper;

5. To conduct, engage in, and transact any and all lawful business or whatever nature or kind for me, on my behalf, and in my name;

6. To make, receive, sign, endorse, execute, acknowledge, deliver, and possess such applications, contracts, agreements, options, covenants, conveyances, deeds, trust deeds, security agreements, bills of sale, leases, mortgages, assignments, insurance policies, bills of lading, warehouse receipts, documents of title, bills, bonds, debentures, checks, drafts, bills of exchange, letters of credit, notes, stock certificates, proxies, warrants, commercial paper, receipts, withdrawal receipts and deposit instruments relating to accounts or deposits in, or certificates of deposit of, banks, savings and releases, and satisfaction of mortgages, liens, judgments, security agreements and other debts and obligations and such other instruments in writing of whatever kind and nature as may be necessary or proper in the exercise of the rights and powers herein granted. To file State and Federal Tax Returns and to receive and negotiate refunds there from.

7. I grant to said attorney in fact full power and authority to do, take, and perform all and every act and thing whatsoever requisite, proper, or necessary to be done, in the exercise of any of the rights and powers herein granted, as fully to all intents

and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that said attorney in fact, or his substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted.

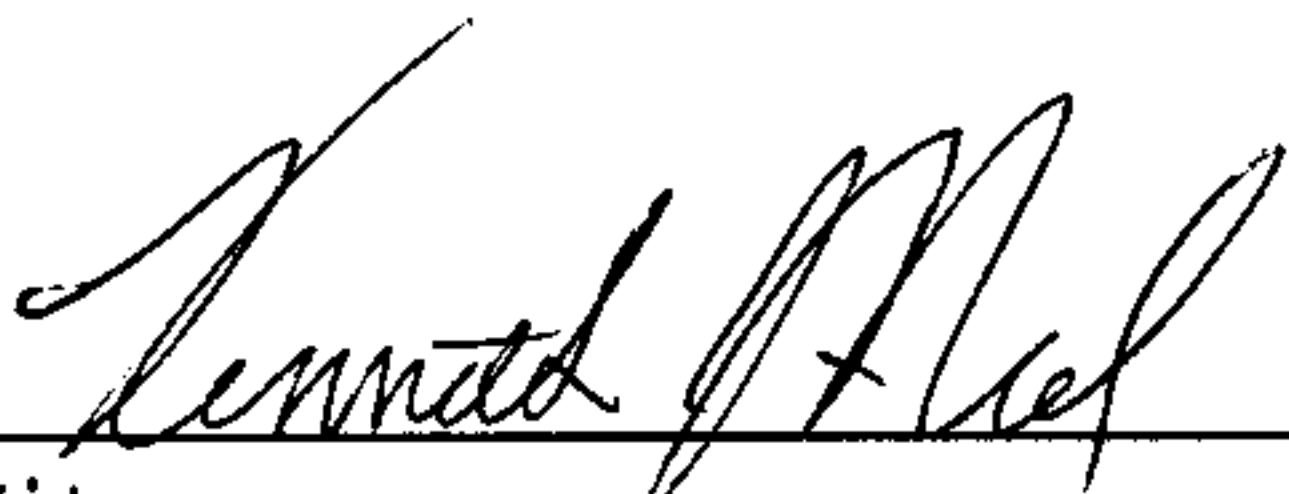
8. This instrument is to be construed and interpreted as a durable general power of attorney. The enumeration of specific items, rights, acts or powers herein is not intended to, nor does it, limit or restrict, and is not to be construed or interpreted as limiting or restricting, the general powers herein granted to said attorney in fact.

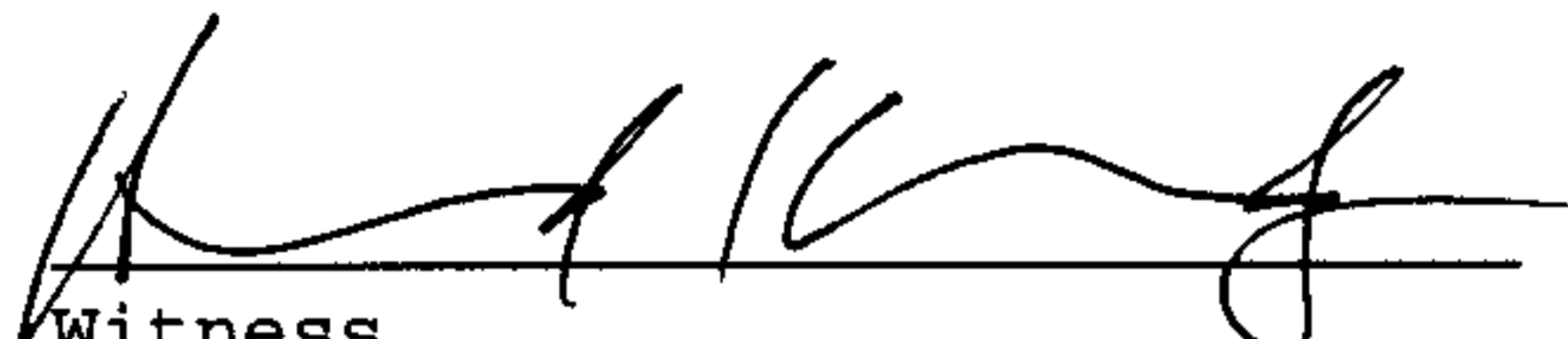
9. The rights, powers, and authority of said attorney in fact herein granted shall commence and be in full force and effect immediately upon execution by me of this instrument. Such rights, powers, and authority shall remain in full force and effect thereafter until revoked in writing by me.

10. This Power of Attorney shall not be affected by disability, incompetency, or incapacity of the principal.

Dated 16th day of September, 1997.


Aaron Anthony Mitchem

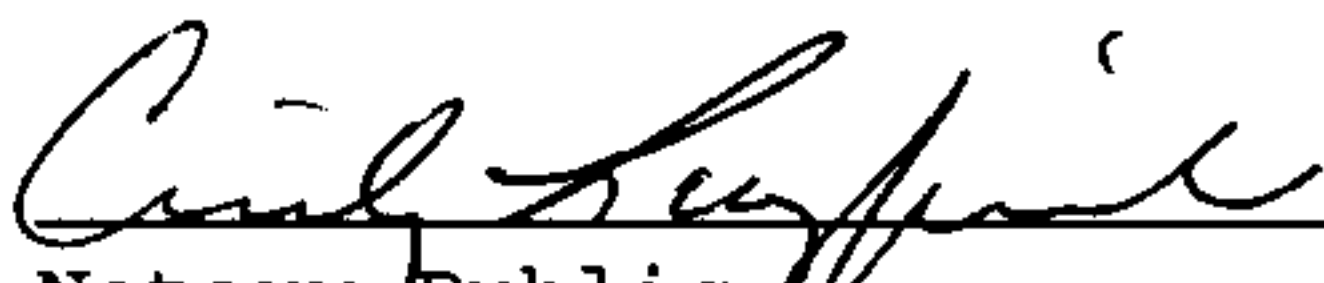

Witness


Witness

STATE OF ALABAMA
COUNTY OF SHELBY

Before me, the undersigned authority in and for said County, in said State, hereby certify that **Aaron Anthony Mitchem**, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the instrument did execute the same voluntarily on the day the same bears date.

Subscribed, sworn to and acknowledged before me by **Aaron Anthony Mitchem**, and subscribed and sworn to before me by _____
Kenneth J. Neal and Howard Kennedy
_____, witnesses, this the 16th day of September, 1997.


Notary Public

MY COMMISSION EXPIRES MAY 11, 1999

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