

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, **HELENA McMILLEN**, presently of the City of Pelham, County of Shelby, State of Alabama, pursuant to the terms contained herein do constitute and appoint **MICHAEL C. ASHE** and **JOAN D. WILLARD**, jointly, or if one is unable to serve then to the remaining appointee, as my true and lawful attorneys in fact for me and in my place, name and stead, to do all things and execute all instruments necessary and proper in the conduct of my affairs in the event that I become physically or mentally incapacitated. This Power of Attorney shall become effective upon my becoming physically or mentally disabled or incompetent and specifically includes the right to conduct my affairs in the event I become unable to look after my business or business affairs, and shall include, but not be limited to, the following:

1. To collect all monies due to me, to sign and execute in my name and for me all such instruments as may be necessary or proper in order to make or file any claims for me and in my behalf.
2. To pay all debts and expenses incurred in the care and management of my property and incurred by me or for me for my support, maintenance, and health.
3. To sell, exchange or otherwise dispose of any property at any time held or acquired in my name, at public or private sale, for cash or on terms and to execute good and sufficient conveyance of title hereto.
4. To compromise, settle and/or adjust any claim or demand for or against me and to agree to any rescission or modification of any contract or agreement affecting me or my property.
5. To deposit all my monies in a bank account in my name and to draw checks thereon for the purpose of paying any and all debts and expenses of mine in connection with my property and in connection with the care, support, maintenance and health of myself, and for any other reason.
6. To borrow money, as well as renew any indebtedness and to secure the same by mortgaging, pledging or conveying any of my property to secure such indebtedness, at a reasonable rate of interest.
7. To make for me and in my place any and all tax returns to any governmental authority, including the power and authority to make income tax returns to the State and Federal governments.

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- 8. To do any and all other things, and to execute any and all instruments which shall be necessary and proper to carry on my affairs which I might do in my own right, giving and granting unto my said attorneys in fact, **MICHAEL C. ASHE** and **JOAN D. WILLARD**, full and complete power and authority in and about the premises, and generally to do and perform all and every act or acts, thing and things, device and devices, in the law whatsoever, needful and necessary to be done in and about the premises, and for me and in my name to do, execute and perform, as largely and amply, to all intents and purposes, as I might or could do if I were otherwise capable of so doing, and I hereby ratify and confirm all that my said attorneys in fact shall lawfully do by virtue thereof.
- 9. This Power of Attorney shall become effective upon the disability, incompetency, or incapacity of the principal, **HELENA McMILLEN**.
- 10. This Durable Power of Attorney is authorized by the laws of the State of Alabama pursuant to *Code of Alabama* (1975 as amended), Title 26, Section 1-2.
- 11. This Power of Attorney shall remain in effect until revoked by me in writing and said revocation is recorded in the office of the Probate Judge of Shelby County, Alabama. This document hereby expressly revokes any previous Power of Attorney executed by me, regardless of requirements of revocation contained therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this the 6th day of February, 2001.

Brenda M. Ripner
Witness

Helena McMillen
HELENA McMILLEN

STATE OF ALABAMA)
COUNTY OF SHELBY)

Before me, a Notary Public in and for said County and State, personally appeared **HELENA McMILLEN**, whose name is signed to the foregoing Durable Power of Attorney, and who is known to me, and who acknowledged before me on this day that, being informed of and understanding the contents of said Durable Power of Attorney, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal on this the 6th day of February, 2001.

Karen M. Macomber
Notary Public
My Commission Expires: 2-24-01

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