

**STATE OF ALABAMA
SHELBY COUNTY**

DURABLE GENERAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

1. That, subject to the limitations set out in Paragraph 3 below, I, **Louise Morgan** (Soc. Sec. No. 407-14-9802) a legal resident of Shelby County, Alabama, United States of America, do hereby make, constitute and appoint my son, **Geoffrey C. Morgan**, as my true and lawful attorney. I appoint my attorney to act in, manage, and conduct all my estate and all my affairs, and for that purpose for me and in my name, place, and stead, and for my use and benefit, and as my act and deed, to do and execute, or to concur with persons jointly interested with myself therein in the doing or executing of, all or any of the following acts, deeds, and things, that is to say:

(a) To buy, receive, lease, accept, or otherwise acquire; to sell, convey, mortgage, hypothecate, pledge, quit claim or otherwise encumber or dispose of; or to contract or agree for the acquisition, disposal, or encumbrance of any property whatsoever and wheresoever situated, be it real, personal or mixed, or any custody, possession, interest, or right therein or pertaining thereto, upon such terms as my said attorney shall think proper.

(b) To take, hold, possess, invest, lease, or let, or otherwise manage any or all of my real, personal or mixed property, or any right or interest therein or pertaining thereto; to eject, remove, or relieve tenants or other persons from, and recover possession of, such property by all lawful means, and to maintain, protect, preserve, insure, remove, store, transport, repair, rebuild, modify, or improve the same or any part thereof.

(c) To make, do, and transact business of whatever kind or nature, including the receipt, recovery, collection, payment, compromise, settlement, and adjustment of all accounts, legacies, bequests, interest, dividends, annuities, claims, demands, debts, taxes, and obligations, which may now or hereafter be due, owing, or payable by me or to me.

(d) To make, endorse, accept, receive, sign, seal, execute, acknowledge, and deliver deeds, assignments, agreements, certificates, hypothecations, checks, notes, bonds, vouchers, receipts, releases, and such other instruments in writing of whatever kind and nature, as may be necessary, convenient, or proper in the premises.

(e) To make deposits or investments in, or withdrawals from, any account, holding, or interest which I may now hereafter have or be entitled to, in any banking, trust, or investment institution, credit unions, savings and loan associations, and similar institutions; to exercise any right, option, or privilege pertaining thereto; and to open or establish accounts, holdings or interests of whatever kind or nature with any such institutions, in my name or in my said attorney's name or in both our names jointly, either with or without right of survivorship.

(f) To institute, prosecute, defend, compromise, arbitrate, and dispose of legal, equitable, or administrative hearings, actions, suits, attachments,

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arrests, distresses or other proceedings, or otherwise engage in litigation in connection with the premises.

(g) To act as my attorney or proxy in respect to any stocks, shares, bonds, or other investments, rights or interests, I may now or hereafter hold.

(h) To engage and dismiss agents, counsel, and employees, and to appoint and remove at pleasure any substitute for, or agent of my said attorney, in respect to all or any of the matters of things herein mentioned, and upon such terms as my attorney shall think appropriate.

(i) To execute vouchers in my behalf for any and all allowances and reimbursements properly payable to me by the United States, including, but not restricted to, allowances and reimbursements for transportation of dependents or for shipment of household effects as authorized by law and regulations, and to receive, endorse, and collect the proceeds of checks payable to the order of the undersigned drawn on the Treasurer of the United States, or the Treasurer of Alabama.

(j) To prepare, execute, and file income and other tax returns, and other governmental reports, declarations, applications, requests, and documents.

(k) To take possession, and order the removal or shipment of any of my property from any post, warehouse, depot, dock, or other place of storage or safekeeping, governmental or private; and to execute and deliver any release, voucher, receipt, shipping ticket, certificate, or other instrument necessary or convenient for such purpose.

(l) To act as my attorney-in-fact or proxy in respect to any policy of insurance on my life and in that capacity to exercise any right, privilege or option which I may have thereunder or pertaining thereto.

2. **GIVING AND GRANTING UNTO** my said attorney full power and authority to do and perform all and every act, deed, matter, and thing whatsoever in and about my estate, property, and affairs as fully and effectually to all intents and purposes as I might or could in my own proper person if personally present, the above specifically enumerated powers being in aid and exemplification of the full, complete, and general power herein granted and not in limitation or definition thereof; and hereby ratifying all that my said attorney shall lawfully do or cause to be done by virtue of these presents.

3. **THIS POWER OF ATTORNEY SHALL NOT BE AFFECTED BY MY DISABILITY, INCOMPETENCY OR INCAPACITY.**

4. If proceedings are hereafter commenced to appoint a guardian, curator, conservator or other fiduciary charged with the management of my property, I nominate my son, **Geoffrey C. Morgan**, to be such fiduciary. It is my intent that this Power of Attorney be governed by Section 26-1-2 of the Code of Alabama 1975. This paragraph is in aid and exemplification of the full, complete, and unlimited and general power herein granted and not in limitation or definition thereof.

5. I hereby ratify all that my said attorney shall lawfully do or cause to be done by virtue of these presents. I hereby declare that any act or thing lawfully done hereunder by my said attorney shall be binding on myself and my

heirs, legal and personal representatives and assigns whether the same shall have been done before or after my death or other revocation of this instrument, unless and until reliable intelligence or notice thereof shall have been received by my said attorney.

6. **REAL PROPERTY.** I specifically grant unto my said attorney the full power to sell, mortgage, lease and otherwise deal with my residence described as: Lot 85, according to the Survey of the Cottages at Stonehaven, Second Addition, Phase One, as recorded in Map Book 23, page 87, in the Probate Office of Shelby County, Alabama. This power shall extend to any other real property owned by and used as my residence and shall include the right of my attorney to transfer and convey said property to himself.

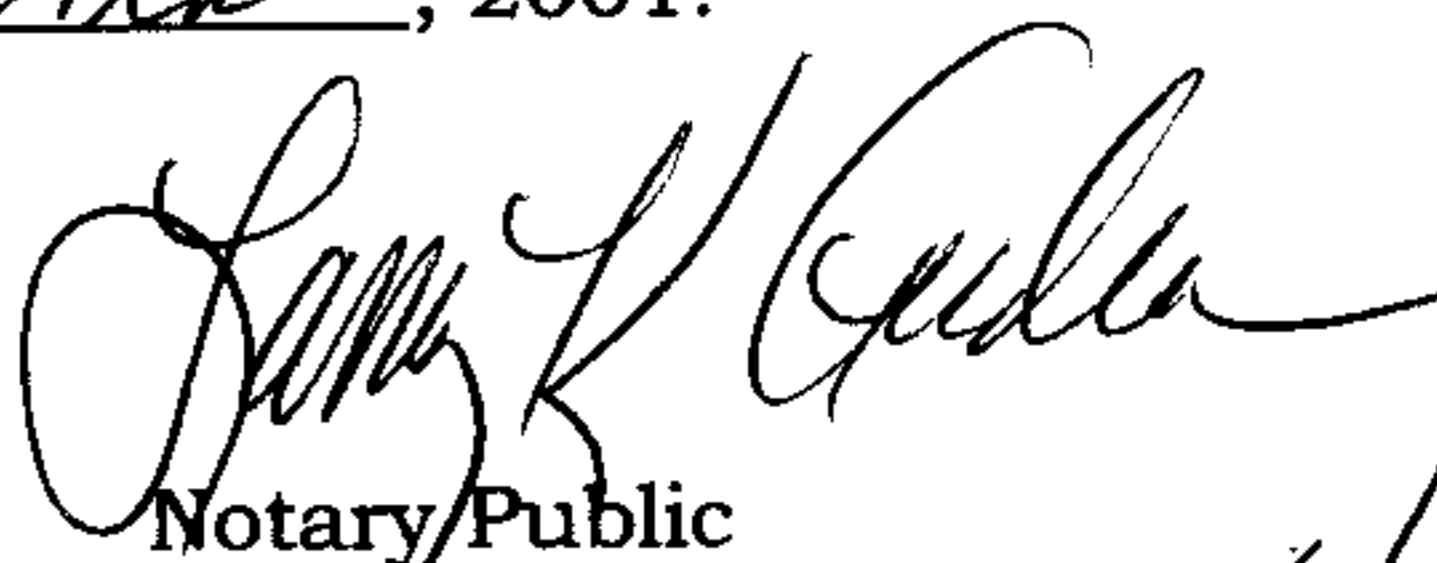
IN WITNESS WHEREOF, I have hereunto set my hand and seal this 6TH day of OCTOBER, 2001.


Louise Morgan

**STATE OF ALABAMA
SHELBY COUNTY**

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named **Louise Morgan**, whose name is signed to the foregoing Power of Attorney, who, after being by me first duly sworn, states on oath that she signed and delivered the foregoing Power of Attorney as her free and voluntary act and deed on the day and in the year therein mentioned.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 6th day of OCTOBER, 2001.



Notary Public

My Commission expires: 6/27/04

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