

Prepared by and when recorded

Indexing Instructions: (See Attached)

Return to:

First South Farm Credit, ACA

P. O. Box 3288

Oxford, Alabama 36203

Attn: Andrew M. Wood

Phone: (256) 831-6778

LIMITED POWER OF ATTORNEY

WHEREAS, First South Farm Credit, ACA (the "Participant") has entered into a Certificate of Participation dated 10-21-04, pursuant to which the Participant purchased from Oxford-University Bank (the "Originator") a 100% participation in Loan No. 092 001 303685-01 to Samuel Lee Baker (the "Borrower") in the original principal amount of \$291,550.00 (the "Loan"); and

WHEREAS, the Loan is secured in whole or in part by the real estate more particularly described in Exhibit A hereto, together with any and all improvements, fixtures, equipment, timber or minerals located thereto.

WHEREAS, the Originator desires to appoint the Participant as its agent and attorney-in-fact to act for the Originator and on its behalf in all matters relating to the Loan.

KNOW ALL MEAN BY THESE PRESENTS, that the Originator hereby designates and appoints the Participant, who has this date purchased a 100% participation interest in the Loan as its exclusive agent and attorney-in-fact to act for it and on its behalf in all matters relating to the Loan. The Participant is hereby authorized and empowered by the Originator to take all actions and execute any and all documents related to the Loan for and on behalf of the Originator, having the effect as the Originator's official act and deed, including, without limitation, the following:

- a. make or consent to any amendments in the terms and conditions of the Loan, or in the terms of the note or notes evidencing the Loan, or in any security instrument securing the Loan or any other documents executed in connection with the Loan;
- b. waive or release any claim against any obligor under the Loan;
- c. make or consent to any release, subordination, substitution or exchange of any collateral securing the Loan;
- d. accelerate payment under the Loan and/or under any note or notes evidencing the Loan;
- e. commence or consent to the commencement of any type of collection proceeding against any obligor of the Loan;
- f. seize, sell, transfer, assign, foreclose or attempt to exercise against the Loan or any collateral securing the Loan;
- g. to take any action as the Participant deems necessary to secure or otherwise protect the Originator's and the Participant's interest in any collateral securing the Loan ; or
- h. execute such assignments, terminations, releases, modifications, amendments and other instruments and documents as may be necessary or appropriate with respect to the Loan.

20050315000116560 2/3 \$20.00
Shelby Cnty Judge of Probate, AL
03/15/2005 02:23:56PM FILED/CERT

WITNESS MY SIGNATURE, on this the 8th day of March, 2005.

ORIGINATOR:

Oxford-University Bank

By: Steu White
Its: EVP

STATE OF MS
COUNTY OF Lafayette

Personally appeared before me, the undersigned authority in and for the said parish and state, on this 8th day of March, 2005, within my jurisdiction, the within named Steu White, duly identified before me, who acknowledged that he or she is EVP of Oxford University Bank, the Originator of the above-referenced Loan, and for and on behalf of said corporation, and as its act and deed, he or she executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Anna E. Nelson
NOTARY PUBLIC

My Commission expires:

10-25-07
(Affix official seal)

Exhibit A to Limited Power of Attorney

Real Property Description

Begin at the NW corner of the N $\frac{1}{2}$ of the SE $\frac{1}{4}$ of Section 8, Township 21 South, Range 1 East; thence run S $0^{\circ} 01' 53''$ W along the West line thereof for 1367.52 feet to the SW corner of said $\frac{1}{4}$ - $\frac{1}{4}$ section; thence N $89^{\circ} 40' 22''$ E along the South line thereof for 2610.31 feet to the Westerly R/W of Shelby County Highway #5; thence N $0^{\circ} 11' 03''$ W run along said R/W for 251.21 feet; thence $89^{\circ} 19' 40''$ left run Westerly 79.71 feet; thence $89^{\circ} 22' 45''$ left run Southerly 150.0 feet; thence $89^{\circ} 18' 02''$ right run Westerly 217.80 feet; thence $90^{\circ} 45' 10''$ right run Northerly 200.00 feet; thence $89^{\circ} 16' 04''$ right run Easterly 296.14 feet to the Westerly R/W of said Highway #5; thence $90^{\circ} 40' 20''$ left run N $0^{\circ} 11' 03''$ W along said R/W for 1034.10 feet to the North line of the NE $\frac{1}{4}$ of the SE $\frac{1}{4}$ of said section; thence N $89^{\circ} 39' 29''$ W for 2605.27 feet to the point of beginning. Containing 79.85 acres including any and all easements and rights-of-way that may exist.