

POWER OF ATTORNEY

STATE OF ALABAMA)

COUNTY OF SHELBY)

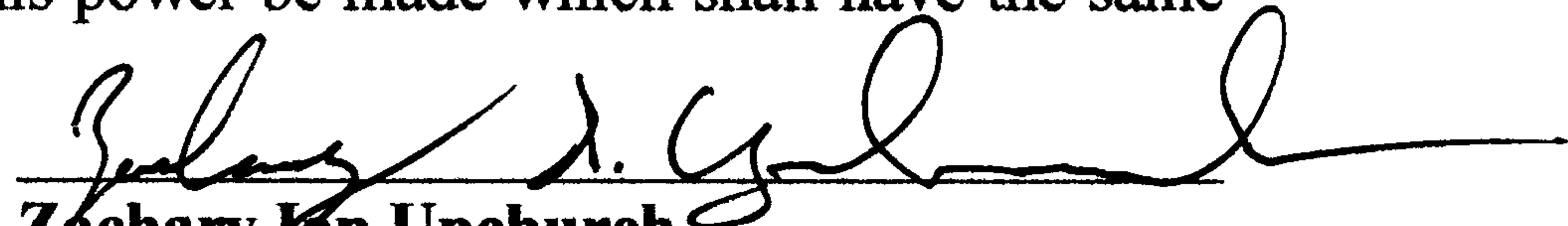
KNOW ALL MEN BY THESE PRESENTS: That,

I, **Zachary Ian Upchurch**, of the County of Shelby and State of Alabama, do hereby nominate, constitute and appoint **Peggy Upchurch** as my true and lawful Attorney-in-Fact for me and in my name and stead, to receive and receipt for all funds and property that may be due me from any source whatsoever, to sign, draw, endorse and cash checks, and other negotiable instruments in my name and on my behalf, to sell and convey real and personal property for me and in my name and stead, at such price and upon such terms and conditions as she may determine to be to my best interest, to make disbursements and to purchase real and personal property for me and on my behalf for such price as to her seems reasonable, and generally to manage, handle, and conduct all matters of my business, and to execute in my name and stead to the same extent that I might do were I present in person, hereby giving and granting unto my said Attorney-in-Fact full power and authority to do any and all acts necessary and proper to be done in and about the premises, and hereby ratifying and confirming whatsoever my said Attorney-in-Fact shall do pursuant to these presents.

The rights, powers, and authority of my said Attorney-in-Fact herein granted shall commence and be in full force and effect on October 21, 2007; the authority conferred herein shall not be affected by disability, incompetency, or incapacity of the said principal, **Zachary Ian Upchurch**; and such rights, powers and authority shall remain in full force and effect thereafter until this power is revoked by written notice from the principal to the Attorney-in-Fact. Any action taken in good faith pursuant to the foregoing shall be binding upon me, my heirs, assigns and personal representatives.

If **Peggy Upchurch** ceases to act as Attorney-in-Fact by reason of death, incapacity or resignation, I appoint **Alisha Lauren Upchurch** as Attorney-in-Fact. The resignation of the original Attorney-in-Fact may be evidenced by an instrument in writing delivered to the successor Attorney-in-Fact above named. The incapacity of the original Attorney-in-Fact may be determined by a statement of a physician delivered to the successor Attorney-in-Fact.

In witness whereof, as Principal, I have signed this Power of Attorney at Shelby County, Alabama, this the 18th day of October, 2007, and I have directed that photographic copies of this power be made which shall have the same force and effect as an original.

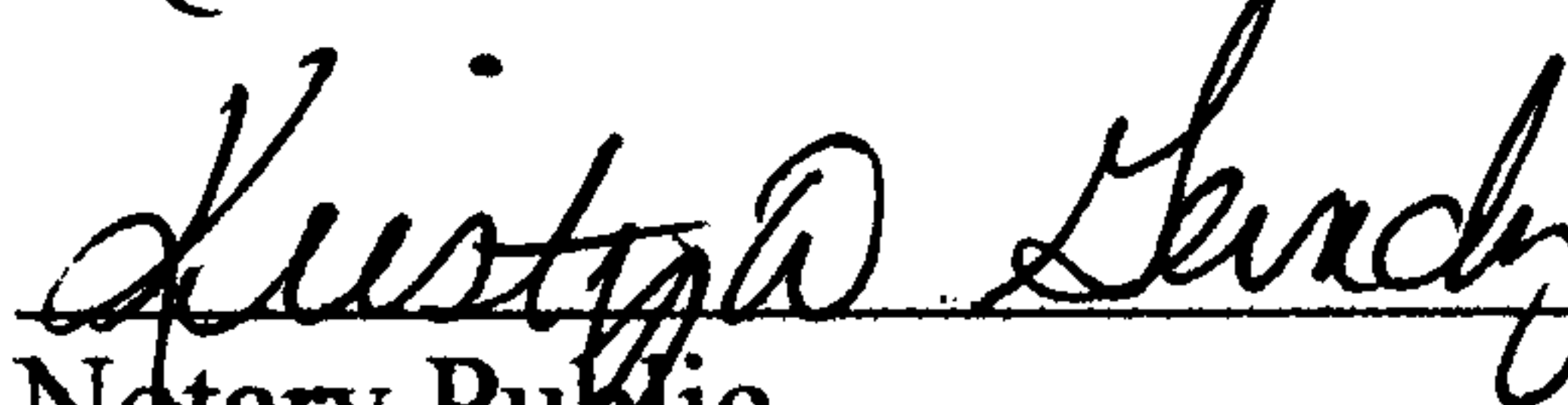

Zachary Ian Upchurch

STATE OF ALABAMA)
COUNTY OF SHELBY)


20071026000495390 2/2 \$14.00
Shelby Cnty Judge of Probate, AL
10/26/2007 11:00:30AM FILED/CERT

I, Kristy Gandy, a Notary Public in and for said State of Alabama at large, hereby certify that Zachary Ian Upchurch, whose name is signed to the foregoing Power of Attorney and who is known to me, acknowledged before me on this day that being informed of the contents of said Power of Attorney, he executed the same voluntarily on the day the same bears date.

Given under my hand this the 18 day of October, 2007.



Notary Public
My Commission Expires: 12-7-2010