

POWER OF ATTORNEY

I, BETTYE R. TOLLESON, of Shelby County, Alabama do hereby nominate, constitute and appoint Stephen L. Tolleson, who resides in Shelby County, Alabama and/or Marilyn T. Magruder who resides in Madison County, Alabama, as my true and lawful attorney in fact for me in my name, place and stead to do any and all of the following, either jointly or severally; hereby revoking any and all prior powers of attorney given by me to any other person or persons.

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

2. To do business with banks and particularly to endorse all checks and drafts made payable to my order and collect the proceeds and to sign in my name and stead checks on all accounts standing in my name and to withdraw funds from said accounts and to open accounts in my name or in their name as my attorney in fact; to ask, demand, sue for, recover, collect, receive, and hold and possess all such sums of money, debts, dues, bonds, notes, checks, drafts, accounts, deposits, legacies, bequests, devises, interests, dividends, stock certificates, certificates of deposit, annuities, pension and retirement benefits, insurance benefits and proceeds, documents of title, choses in action, personal and real property, intangible and tangible property and property rights, and demands whatsoever, liquidated or unliquidated, as are now, or shall hereafter become due, owing, payable, owned or belonging to or by us or in which we have or may acquire an interest, and to have use, and take all lawful, ways and means and legal and equitable remedies, procedures, and writs in our names for the collection and recovery thereof, and to compromise, settle and agree for the same, and to make, execute and deliver for me and in my name all endorsements, acquittances, releases, receipts, or other sufficient discharges for the same.

3. To bargain, contract and agree for; to purchase, receive, and take possession of; and to lease, let, demise, transfer, sell, exchange, assign, convey, encumber, and hypothecate, lands tenements, and hereditament of whatever kind and nature, or any interest therein, upon such terms and conditions, and under such covenants, as he shall deem fit.

4. To enter upon and take possession of such lands, building, tenements, and other structures, or parts thereof, and collect and receive the rents, profits or income therefrom, and to manage, repair, alter, or reconstruct all such buildings or structures.

5. To bargain and agree for; to buy, sell, exchange, mortgage and hypothecate; and to deal in or with goods, wares,



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merchandise, choses in action and any other property in possession or in action, or any interest therein.

6. To execute, sign, endorse, acknowledge, and deliver deeds, leases, assignments, transfers, covenants, agreements, hypothecation, mortgages, deeds of trust, reconveyance, releases and satisfactions of mortgages, judgments and other debts, escrow instructions, notices, receipts, commercial paper, investment securities, bills of lading, warehouse receipts and other documents of title security agreements and evidences of debt, and such other instruments in writing of whatever kind and nature as he may deem necessary and proper.

7. To insure or cause insurance to be taken on buildings, structures, goods, merchandise, and other commodities, or any part thereof, at such premiums and for such risk as he may deem proper.

8. To retain counsel and attorneys on my behalf, to appear for me in all actions and proceedings to which I may be party in the courts of Alabama or any other state in the United States, or in the United States Court, to commence actions and proceedings in my name if necessary and to sign and verify in my name all complaints, petitions, answers and other pleadings of every description; to make and verify income tax returns and to represent me in all income tax matters before any office of the Internal Revenue Service, within the limitations of the applicable Revenue Rulings and Procedures.

I do hereby give and grant to my attorney-in-fact full power and authority to do and perform all and every act and thing requisite or proper 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 and with full authority to deal with such property as authorized above regardless of how held, hereby ratifying and confirming all that my attorney-in-fact or his substitute or substitutes shall lawfully do or cause to be done by virtue of the authority granted herein.

This instrument is to be construed and interpreted as a general power of attorney. The enumeration of specific items, acts, rights or powers herein does not limit or restrict, and is not to be construed or interpreted as limiting or restricting the general powers herein granted to my attorney in fact.

This power of attorney shall be construed to be a "durable power of attorney" as defined in Title 26-1-2 of the Code of Alabama (1975) and shall not be affected by the disability, incompetency or incapacity of the principal. In the event that it is necessary to have a guardian appointed for me or my estate, then I hereby nominate, constitute and appoint the above named as my legal guardian since I feel that he or she is best qualified to serve in such capacity.

The rights, powers and authority of my attorney in fact to exercise any and all of the rights and powers herein granted shall commence and be in full force and effect as of the date hereof and shall remain in full force and effect until the same is terminated by the undersigned by notice in writing.

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WITNESS my hand and seal this the 30th day of
September, 2010.

Betty R. Tolleson
Bettye R. Tolleson

STATE OF ALABAMA

COUNTY OF JEFFERSON

Before me, the undersigned, a Notary Public in and for said County and State, hereby certify that Bettye R. Tolleson, whose name is signed to the foregoing instruments and who is known to me, acknowledged before me on this day, being informed of the contents of said instruments, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this the 30th day of September, 2010.

Alicia M. Hunter
Notary Public in and for the
State of Alabama at Large

MY COMMISSION EXPIRES: 07/10/2013