

I certify that this is a true and correct copy of the Durable Power of Attorney I prepared, and it has not been altered in any way.

James Deak O'Leary

DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, IMOGENE COX SIMS, of Alabaster, Shelby County, Alabama, have made, constituted and appointed, and by these presents do make, constitute and appoint BENJAMIN STUART SIMS as my true and lawful attorney and agent ("my agent"), with the power to act for me, and in my name, and on my behalf. My said attorney and agent is authorized to do, execute, or perform any act that I might or could do, including, but not limited to the following:

1. To demand, recover and receive, all and any sum or sums of money, debts or effects, due, payable, coming or belonging, or which may at any time be due, payable, coming or belonging, to me from any person or persons or entity or entities, whatsoever;
2. To make and execute any note or other instruments or contracts in my name, and on my account, to and for any amount and in any form and for any purpose which my agent may deem proper or expedient;
3. To sign and endorse checks, drafts, and notes, and to accept drafts as attorney and agent for me;
4. To withdraw money on deposit in my name from any checking accounts and savings accounts in any bank or savings institution;
5. To sell any stock, and to vote any stock at any and all meetings of the stockholders, of any company in which I own stock, including the right to waive notice of any such meeting and to execute any and all documents in connection with said stock and to exercise any and all powers which may be exercised thereunder, and to determine the price at which to sell from time to time any stock which I may own;
6. To withdraw any money, stocks, bonds, or other securities from any brokerage firm and to authorize and require that any such stocks, bonds, or other securities be registered in the name of my agent, personally and without any reference to my agent's power or agency;
7. To have access to and control of the contents of any and all safe deposit boxes and safes now rented by me or owned by me in the vault of any bank, or branch thereof, with power to relinquish said safe or safe deposit box, to exchange or to make substitution of another safe or safe deposit box therefor, and to have access to and control of the contents of such safe or safe deposit box or boxes to give to my said attorney access to said safe or safe deposit box or boxes or substituted safe or safe deposit boxes and control of the contents thereof, whether or not my said attorney shall have possession of any key or lock combination used by me to open such a safe or box;
8. To lease for any length of time and to sell, exchange, or dispose of and to mortgage any real estate and/or mineral rights of which I am seized or possessed in fee simple, or in which I own any lesser interest, to any person or persons, for any price, or in any manner whatsoever,



and for these purposes to execute and acknowledge any deed or deeds, lease or leases, or other assurance or assurances, with general covenants of warranty against all persons, or any other covenants whatsoever, as my agent may deem expedient;

9. To enter into any lands or other real estate to which I am or may be entitled, and to recover the possession thereof, and damages for any injury done thereto, and to distrain for rent due thereon;

10. To pay for all repairs, insurance, taxes, commissions, fees, salaries, wages, and other expenses that my agent may deem desirable or necessary to be paid in relation to any such properties or to the maintenance of my residence or to my maintenance and support;

11. To make any investments or purchases for me in any property or business that my agent may deem advisable regardless of whether the same may be a legal investment under the laws of any state;

12. To incur indebtedness in my name and execute any evidence thereof and give security therefor by pledge or otherwise;

13. To prepare, execute, and file all income and other tax returns, declarations, protests, claims for refund, and other documents and papers pertaining to income and other taxes imposed by the United States, the State of Alabama, and any other authority for taxable years five years preceding the date this document shall become effective, or any taxable period thereafter or earlier which my agent may deem advisable;

14. To settle and adjust all accounts or demands now subsisting, or which may hereafter subsist, between me and any person or persons whatsoever, and to submit the same to and decide them by arbitration;

15. To release mortgages which I may at any time hold on property of any other person or entity and to satisfy any such mortgages by signing my name to any instrument designed to satisfy any such mortgages;

16. To commence and prosecute to final judgment and execution any suit or suits, action or actions, which my agent shall deem proper for the recovery, possession or enjoyment of any matter or thing, real, personal, or mixed, which is or which may hereafter be due, payable, owing, belonging, accruing or appertaining to me, and, in any such suits or actions, for me, in person or by such attorneys or counsel my agent may deem necessary or proper to retain or employ, to appear and plead before any court or tribunal having jurisdiction thereof, and all stipulations, undertakings, recognizances and other requisites in any suits or actions, and any questions arising on the same, by arbitration or other compromise, may be made by my agent, and my agent shall have full authority with respect to receipts and recoveries in the premises, due acquittances and discharges, and generally to do and perform all matters and things and transact all business which may be requisite or proper to effectuate all and any of the premises, or any other matter or thing appertaining or belonging to me, with the same powers, and to all



intents and purposes, with the same validity as I could, if personally present; and

17. To substitute one or more agents to act for him in or concerning the premises, or any part thereof, and to revoke the same at my agent's pleasure.

The incapacity of my agent or any alternate agent shall be deemed a resignation by such individual as agent or alternate agent as the case may be. For purposes of this paragraph, a person's incapacity shall be deemed to exist when (a) the person's incapacity has been declared by a court of competent jurisdiction, or (b) when a conservator for such person has been appointed, or (c) upon execution of a certificate by two (2) physicians (neither of whom is related to such person and each of whom is licensed to practice medicine in the state of such person's residence) which states the physicians' opinion that the person is physically or mentally incapable of managing his or her personal or financial affairs. The effective date of such incapacity shall be the date of the decree adjudicating the incapacity, the date of the decree appointing the conservator, or the date of the physicians' certificate, as the case may be.

I hereby ratify and confirm whatsoever my agent, or my agent's substitute or substitutes, shall and may do by virtue hereof in the premises, and I hereby agree to indemnify and hold harmless any person, corporation or entity against loss suffered as a result of acting or relying on this Durable Power of Attorney and the exercise of these powers by my agent, or my agent's substitute or substitutes, and in consideration of any person, corporation, or entity acting in reliance on this Durable Power of Attorney, and any power exercised under it by my agent, or my agent's substitute or substitutes, I hereby agree that, until receipt by any person, corporation or entity of written notice of revocation hereof or of conclusive notice of my death, any action taken by any person, corporation or entity in reliance upon this Durable Power of Attorney shall be fully binding upon me, and my heirs, executors, administrators, personal representatives, and assigns, and to that extent this Durable Power of Attorney shall not be deemed to have been revoked by my death.

I hereby nominate and appoint my said attorney and agent as my guardian or conservator in the event that I become incapacitated and require the appointment of a guardian or conservator. I direct that no bond or other security shall be required by my conservator in any jurisdiction for the faithful performance of the conservator's duties.

Upon the death, disability, incompetency, or incapacity of BENJAMIN STUART SIMS, or if BENJAMIN STUART SIMS is at any time unable or unwilling to serve, by these presents, I do make, constitute, and appoint STUART LOUIS SIMS to serve as my agent for me and in my place and stead, and to exercise the same general powers as those hereinbefore granted to my first named agent. Upon the death, disability, incompetency, or incapacity of both BENJAMIN STUART SIMS and STUART LOUIS SIMS, or if both BENJAMIN STUART SIMS and STUART LOUIS SIMS are at any time unable or unwilling to serve, by these presents, I do make, constitute, and appoint SHIRLEY ANN MCDANIEL to serve as my agent for me and in my place and stead, and to exercise the same general powers as those hereinbefore granted to my first named agent. Upon the death, disability, incompetency, or incapacity of BENJAMIN STUART SIMS, STUART LOUIS SIMS, and SHIRLEY ANN MCDANIEL or if all three are at any time unable or unwilling to serve, by these presents, I do make, constitute, and appoint JAN ELLEN REPPERT to serve as my agent for me and in my place and

stead, and to exercise the same general powers as those hereinbefore granted to my first named agent.

This Durable Power of Attorney shall not be affected by my disability, incompetence, or incapacity, but shall be deemed to be durable in accordance with Section 26-1-2, Code of Alabama (1975).

The power and authority hereby given and conferred shall be effective in all places within and without the United States of America.

This instrument has been executed in multiple counterpart originals. All such counterpart originals shall have equal force and effect.

My agent is authorized to make photocopies of this instrument as frequently and in such quantity as my agent shall deem appropriate. All photocopies shall have the same force and effect as any original.

WITNESS my hand and seal this 6 day of Nov, 2003.

Imogene Cox Sims (L.S.)
IMOGENE COX SIMS

I declare that IMOGENE COX SIMS signed or acknowledged this Durable Power of Attorney in my presence and appears to be of sound mind and under no duress, fraud, or undue influence. I am not appointed as an agent by this document. I further declare that I am not related to IMOGENE COX SIMS by blood, marriage or adoption, and, to the best of my knowledge, I am not a creditor of IMOGENE COX SIMS nor entitled to any part of the estate of IMOGENE COX SIMS under a will now existing or by operation of law. I am at least 19 years of age.

WITNESS: George M. Vaughn
Print name: George M. Vaughn
Date: 11-6-03

WITNESS: Dana H. Johnson
Print name: Dana H. Johnson
Date: 11-6-03

STATE OF ALABAMA)
 :
COUNTY OF SHELBY)

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that IMOGENE COX SIMS, whose name is signed to the foregoing document, and who is known to me,

acknowledged before me on this date that, being informed of the contents of the foregoing document, IMOGENE COX SIMS executed the same voluntarily on the day the same bears date.

Kim M. Foster

Notary Public

My Commission expires: 9-4-06

[NOTARIAL SEAL]



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Shelby Cnty Judge of Probate, AL
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