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Shelby Cnty Judge of Probate, AL
04/02/2013 01:00:24 PM FILED/CERT

**APPOINTMENT OF SUCCESSOR TRUSTEE OF THE
MICHAEL E. STEPHENS CHARITABLE REMAINDER UNITRUST**

WHEREAS, by Declaration of Trust dated December 31, 1992, MICHAEL E. STEPHENS, of Birmingham, Alabama, as both "Grantor" and "Trustee," a trust was created of certain property; and

WHEREAS, MICHAEL E. STEPHENS is now the sole acting Trustee under said Declaration; and

WHEREAS, pursuant to Section 6.2 of Article Six of said Declaration, MICHAEL E. STEPHENS is authorized to modify or vary the identity, number, succession, appointment or tenure of the Trustee, and in exercise of such right, MICHAEL E. STEPHENS modified said Declaration by instrument dated July 29, 1993; and

WHEREAS, Section 6.1, as modified, provides that G. THOMAS SULLIVAN is appointed as Trustee of the Trust should the Grantor resign, become incompetent or otherwise cease to serve as Trustee of said Trust, and that FRED YOUNG BRANDON is appointed as Trustee should said G. THOMAS SULLIVAN and the Grantor both resign, become incompetent or otherwise cease to serve.

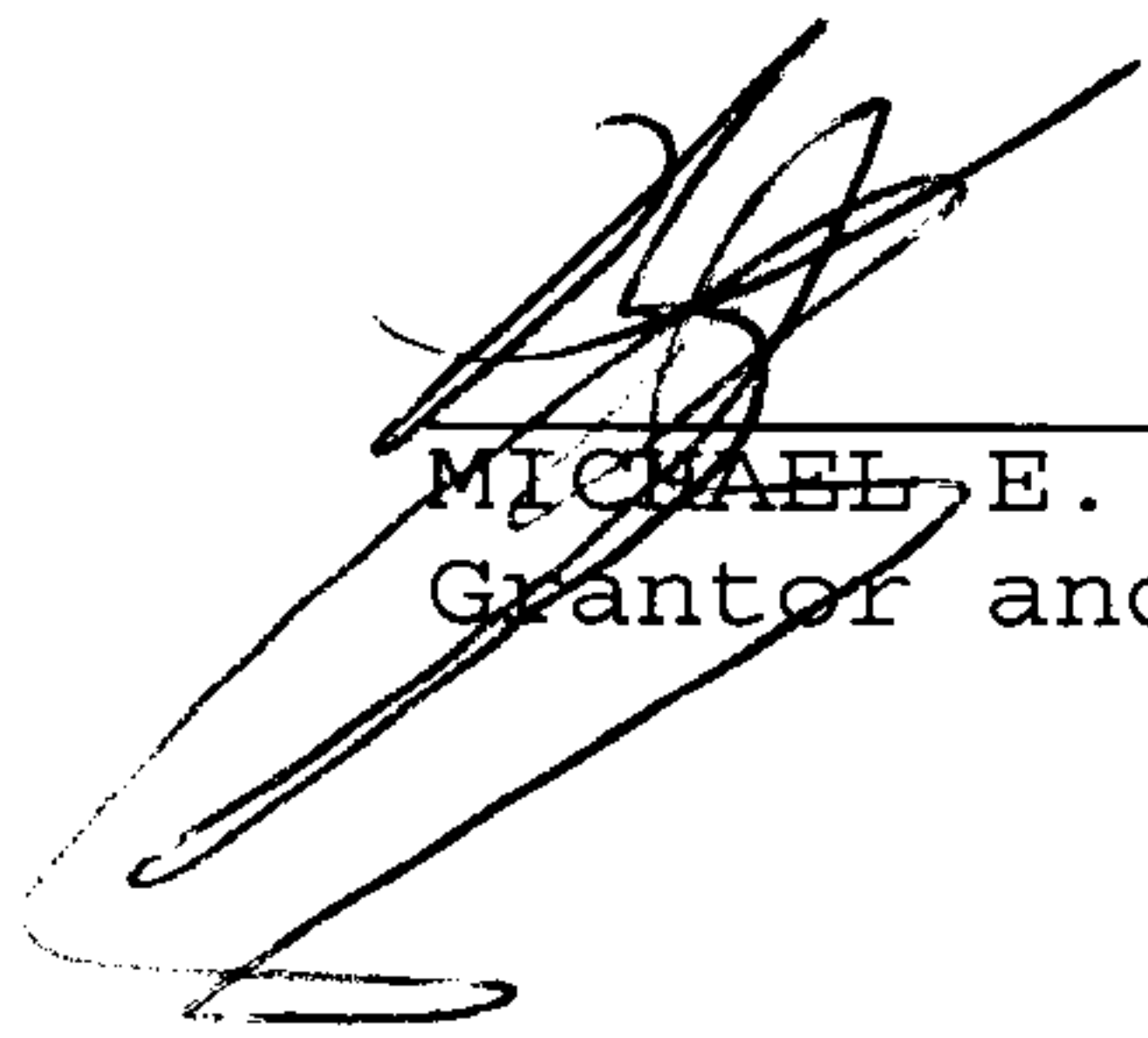
WHEREAS, the Grantor's authority to modify or vary the identity, number, succession and appointment of the Trustee is required by Section 6.2 to be exercised by written instrument executed, witnessed or acknowledged in substantially the same form provided by the laws of the State of Alabama with respect to conveyances of real property.


WHEREFORE, the Grantor, pursuant to Section 6.2, modifies Section 6.1 to provide as follows: If the initial

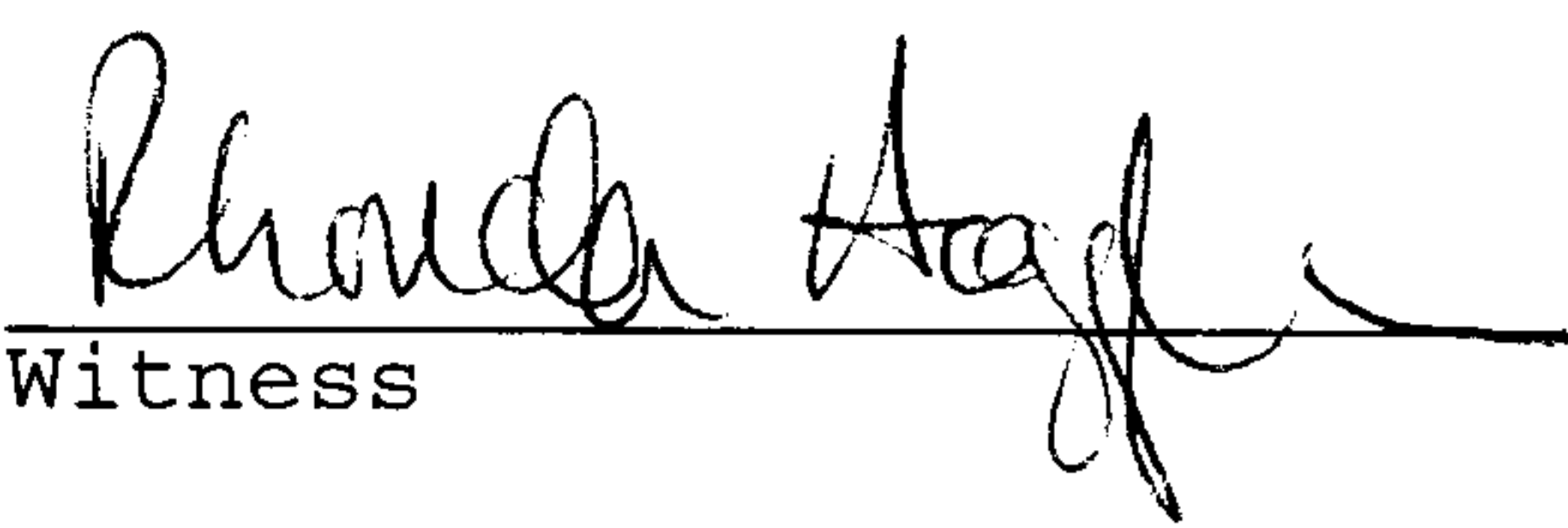
Trustee, MICHAEL E. STEPHENS, resigns, becomes incompetent or otherwise ceases to act as Trustee hereunder, then RHONDA E. HOGGLE shall serve as Trustee of the Trust. If both of such individuals resign, become incompetent, or otherwise cease to act as Trustee hereunder, then JOE B. COX shall serve as Trustee of the Trust.


NOW, THEREFORE, MICHAEL E. STEPHENS (i) hereby appoints RHONDA E. HOGGLE as successor Trustee under said Declaration, effective at such time as he ceases to act as Trustee under said Declaration, (ii) hereby appoints JOE B. COX as successor Trustee under said Declaration, effective at such time as RHONDA E. HOGGLE ceases to act as Trustee under said Declaration, and (iii) hereby acknowledges receipt of this Appointment of Successor Trustee.

IN WITNESS WHEREOF, MICHAEL E. STEPHENS has hereunto set his hand and seal this 28th day of February 1997.


MICHAEL E. STEPHENS
Grantor and Trustee


Witness


Witness


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STATE OF ALABAMA)
COUNTY OF Jefferson) SS:


The foregoing instrument was acknowledged before me on the 28th day of February, 1997, by MICHAEL E. STEPHENS, who is personally known to me or who has produced a driver's license as identification.

Jeff H. Stringfellow
Notary Public

My Commission Expires:

January 29, 2000

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