

**DURABLE POWER OF ATTORNEY CONTAINING PROVISIONS  
RELATING TO REAL PROPERTY AND ALL FINANCIAL MATTERS**  
(per §709.08, *Florida Statutes* (2013))

BY THIS DURABLE POWER OF ATTORNEY, I, WILLIAM G. METAXAS, (hereinafter to be referred to as my "Principal"), appoint as my attorney in fact to manage my affairs including all real estate and financial affairs as indicated below to my son, GEORGE MARK METAXAS, 1148 University Drive, Yardley, PA 19067 (hereinafter to be referred to as my "Agent").

If my attorney in fact is unable or unwilling to act for me, I name as my successor attorney in fact:

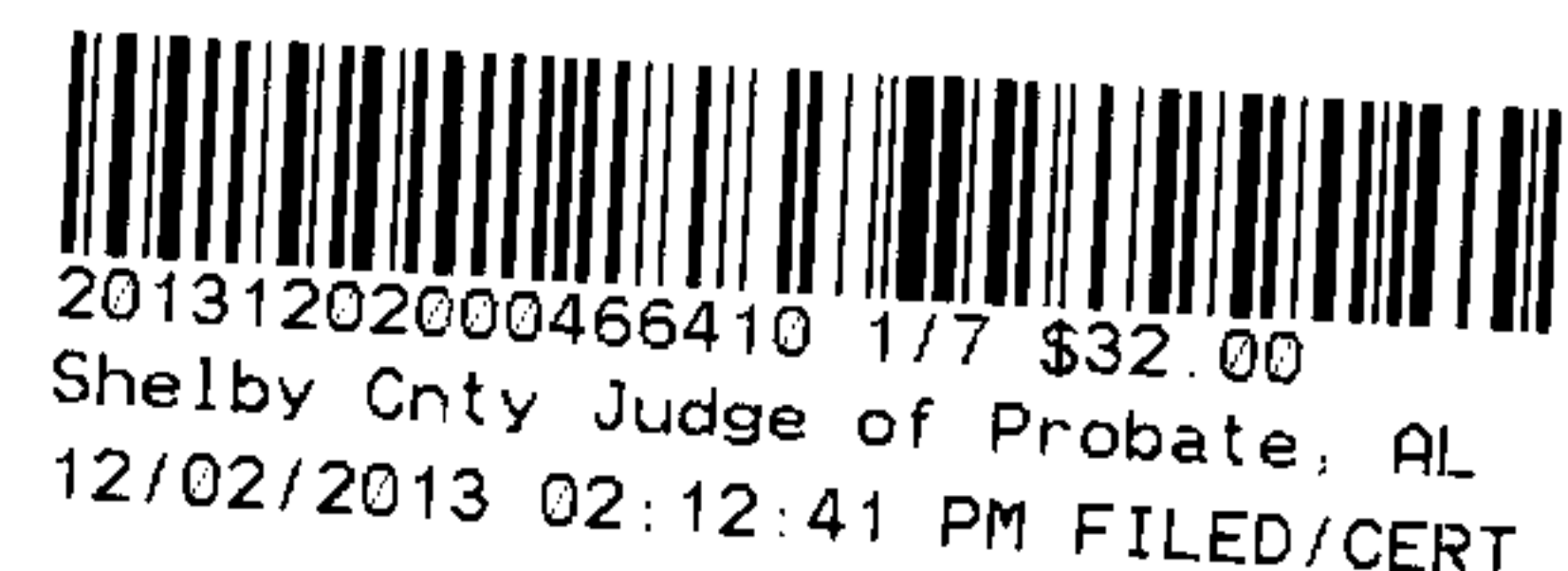
William Scott Metaxas  
1114 Van Arsdale Drive  
Neshanic, NJ 08853

This Durable Power of Attorney is not affected by my subsequent incapacity except as provided by §709.08, *Florida Statutes* (2013).

**1. GENERAL GRANT OF POWER**

I hereby grant to my Agent full power and authority to exercise or perform any act, power, duty, right or obligation whatsoever that I now have or may hereafter acquire, relating to any person, matter, transaction or any interest in property owned by me, including, without limitation, my interest in all real property, including homestead real property; all personal property, tangible or intangible; all property held in any type of joint tenancy, including a tenancy in common, joint tenancy with right of survivorship, or a tenancy by the entirety; all property over which I hold a general, limited, or special power of appointment; chooses in action, and all other contractual or statutory rights or elections, including, but not limited to, any rights or elections in any probate or similar proceeding to which I am or may become entitled; all as to such property now owned or hereafter acquired by me. I grant to my Agent full power and authority to do everything necessary in exercising any of the powers herein granted as fully as I might or could do if personally present, with full power of substitution or revocation. Except as otherwise limited by applicable law, or by this durable power of attorney, I hereby ratify and confirm that my Agent shall lawfully have, by virtue of this Durable Power of Attorney, the powers herein granted, including, but not limited to, the following:

- a. Collect all sums of money and other property that may be payable or belonging to me, and to execute receipts, releases, cancellations or discharges.
- b. Settle any account in which I have any interest and to pay or receive the balance of that account as the case may require.
- c. Borrow money on such terms and with such security as my Agent may think fit and to execute all notes, mortgages and other instruments that my Agent finds necessary or desirable.



d. Draw, accept, endorse or otherwise deal with any checks or other commercial or mercantile instruments for my benefit, specifically including the right to make withdrawals from any checking and savings account or savings and loan deposits.

e. Redeem bonds issued by the United States government or any of its agencies, any other binds and any certificates or deposit or other similar assets belonging to me.

f. Sell bonds, shares of stock, warrants, debentures or other assets belonging to me, and execute all assignments and other instruments necessary or property for transferring them to the purchaser or purchasers, and give good receipts and discharges for all money payable in respect to them. Also, to execute stock powers or similar documents on by behalf and delegate to a transfer agent or similar person the authority to register any stocks, bonds, or other securities either into or out of my name or nominee's name.

g. Sell, rent, lease for any term, mortgage or exchange any real estate or interests in it, including homestead property, for such considerations and upon such terms and conditions as my attorney may see fit, and execute, acknowledge and deliver all instruments conveying or encumbering title to property owned by me alone as well as any owned by me and by any other person, jointly.

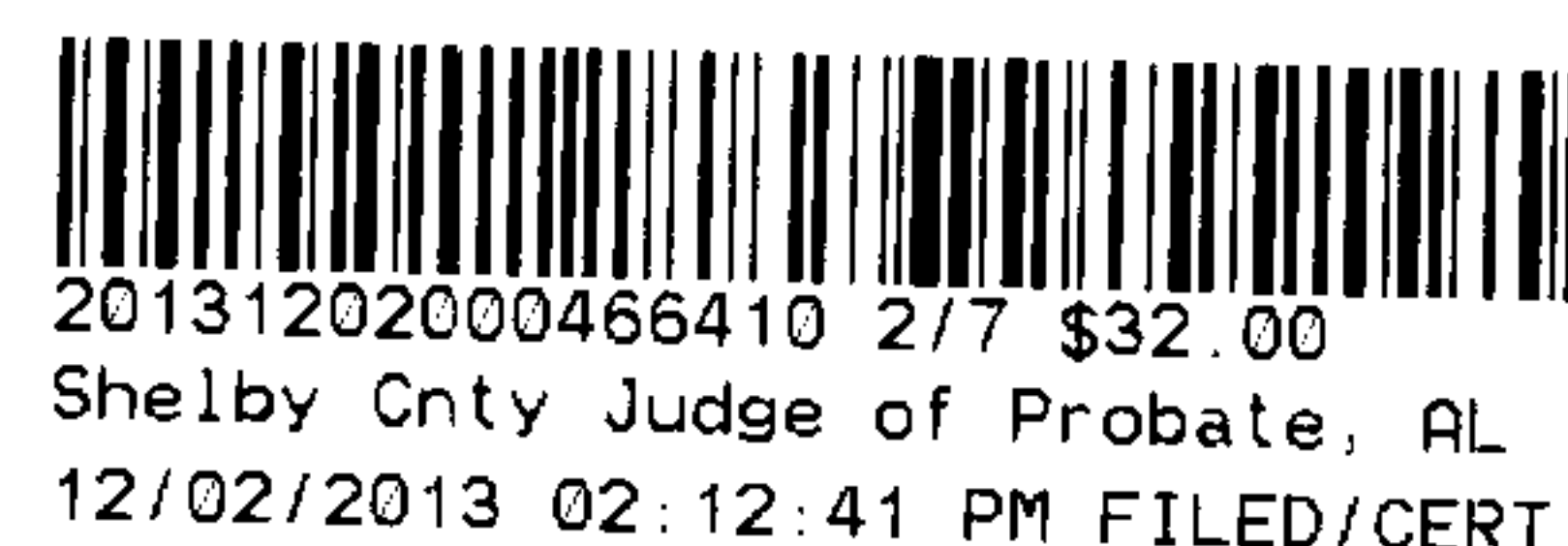
h. To represent me before the Treasury Department in connection with any matter involving any federal taxes in which I am a party, to make, sign, execute, verify and file any return required to be made under the revenue laws of the United States, or the Internal Revenue Code; or under the statutes of any state and to file any claim for refund, offer and compromise or application for a closing agreement, receive refund checks, execute waivers of any period of limitation, request extensions of time, execute any waiver or restrictions on assessment for collection of any tax, and execute Petition of Appeal to the United States Tax Court.

i. Execute all deeds, affidavits, agreements and HUD-1 statements necessary for the conveyance of any real property which I own, individually or with others.

j. Endorse and deposit any checks made payable to me, whether in my name only or jointly with others, and deposit said monies in my banking accounts.

k. Exercise powers and authority granted to me as trustee or as court-appointed fiduciary.

The above powers conferred upon my Agent extend to all of my right, title and interest in such property as I have described above and in which I may have an interest jointly with any other person, whether in an estate by the entirety, joint tenancy or tenancy in common.



## 2. LIMITATIONS

Notwithstanding the powers contained in this durable power of attorney, my Agent may not;

- a. Perform duties under a contract that requires the exercise of my personal services;
- b. Make an affidavit as to my personal knowledge;
- c. Vote in any public election on my behalf;
- d. Execute or revoke any will or codicil on my behalf;
- e. Create, amend, modify, or revoke any document or other disposition effective at my death or transfer assets to an existing trust created by me unless expressly authorized by this power of attorney.

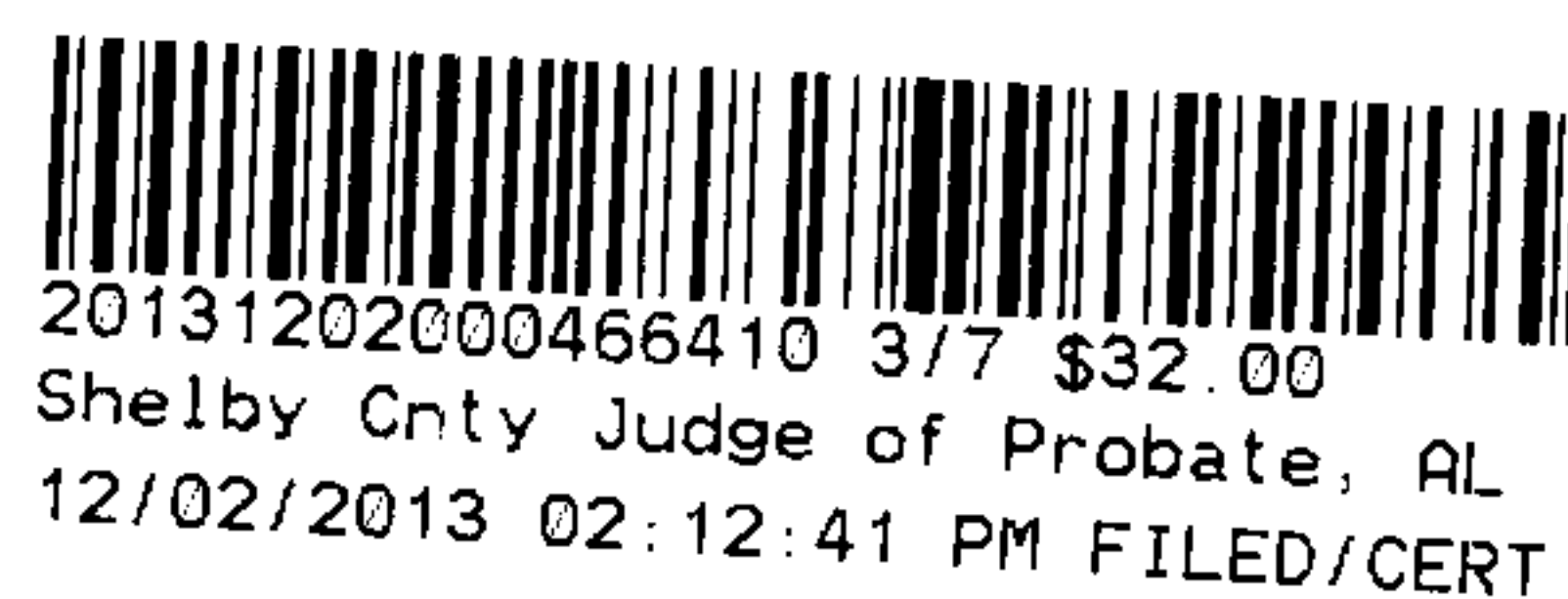
## 3. MULTIPLE ATTORNEYS IN FACT: WHEN JOINT ACTION REQUIRED.

Unless my durable power of attorney provides otherwise;

- a. If my durable power of attorney is vested jointly in two attorneys in fact by the same instrument, concurrence of both is required on all acts in the exercise of the power.
- b. If my durable power of attorney is vested jointly in three or more attorneys in fact by the same instrument, concurrence of a majority is required in all acts in the exercise of the power.
- c. Any attorney in fact who has not concurred in the exercise of authority is not liable to me or any other person for the consequences of the exercise. A dissenting attorney in fact is not liable for the consequences of an act in which the attorney in fact joins at the direction of the majority of the joint attorneys in fact if the attorney in fact expresses such dissent in writing to any of the other joint attorneys in fact at or before the time of the joinder.
- d. Unless my durable power of attorney provides otherwise, all authority vested in multiple attorneys in fact may be exercised by the one or more that remain after the death, resignation, or incapacity of one or more of the attorneys in fact.

## 4. INTERPRETATION AND GOVERNING LAW

This instrument is executed by me in the State of Florida, but it is my intention that this power of attorney shall be exercisable in any other state or jurisdiction where I may have any property or interest in



- services;
- a. Perform duties under a contract that requires the exercise of my personal services;
  - b. Make an affidavit as to my personal knowledge;
  - c. Vote in any public election on my behalf;
  - d. Execute or revoke any will or codicil on my behalf;
  - e. Create, amend, modify, or revoke any document or other disposition effective at my death or transfer assets to an existing trust created by me unless expressly authorized by this power of attorney; or
  - f. Exercise powers and authority granted to me as trustee or as court-appointed fiduciary.

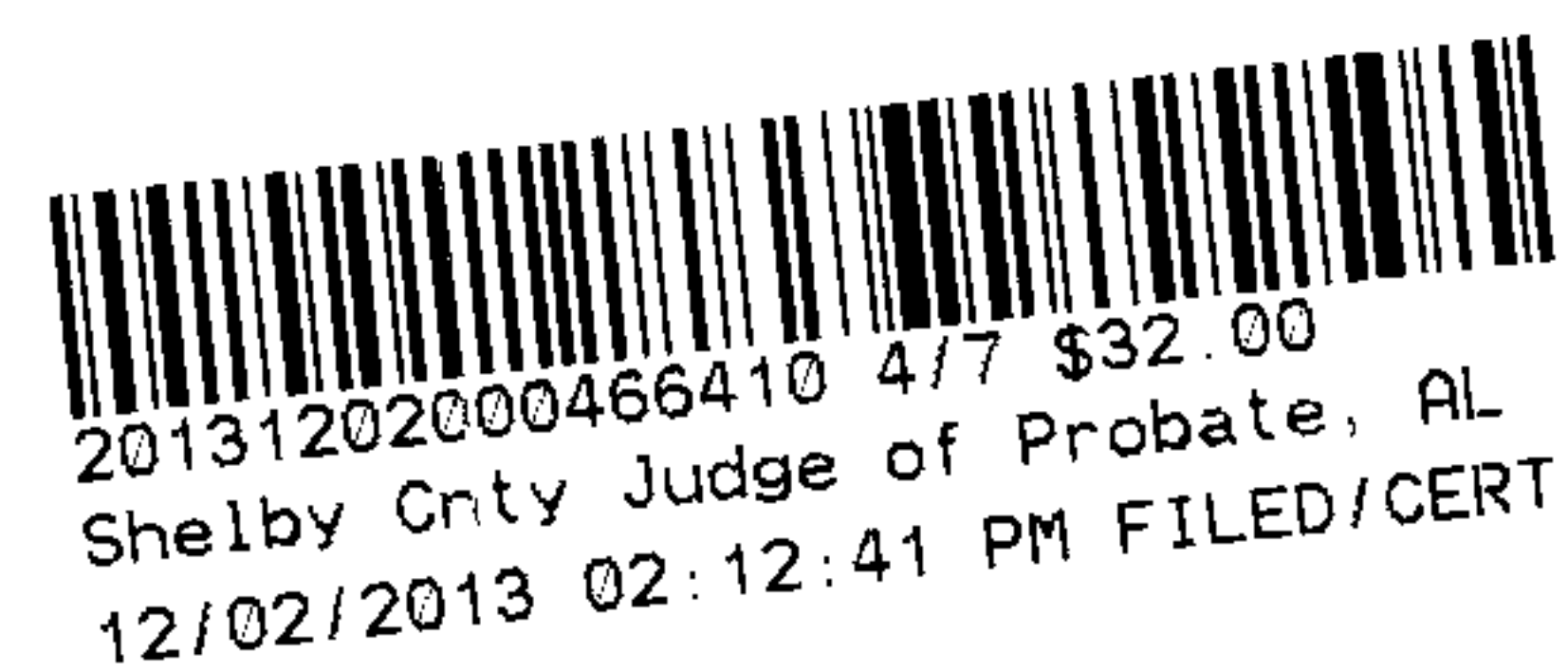
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**4. INTERPRETATION AND GOVERNING LAW**

This instrument is executed by me in the State of Florida, but it is my intention that this power of attorney shall be exercisable in any other state or jurisdiction where I may have any property or interest in



property.

This instrument is to be construed and interpreted as a durable power of attorney as provided for in §709.08, *Florida Statutes* (2013), and as a health care surrogate as provided for in §765, *Florida Statutes* (2013), as these statutes may be amended from time to time. The enumeration of specific powers herein is not intended to, nor does it, limit or restrict the general powers herein granted to my Agent. This instrument is executed and delivered in the State of Florida, and the laws of the State of Florida shall govern all questions as to the validity of this power and the construction of its provisions.

## 5. THIRD PARTY RELIANCE

a. Any third party may rely upon the authority granted in my durable power of attorney until the third party has received notice as provided herein.

b. Until a third party has received notice of revocation pursuant to the terms contained herein, partial or complete termination of the durable power of attorney by adjudication of incapacity, suspension by initiation of proceedings to determine incapacity, my death, or the occurrence of an event referenced in this durable power of attorney, the third party may act in reliance upon the authority granted in this durable power of attorney.

c. A third party that has not received written notice hereunder may, but need not, require that my attorney in fact execute an affidavit stating that there has been no revocation, partial or complete termination, or suspension of the durable power of attorney at the time the power of attorney is exercised.

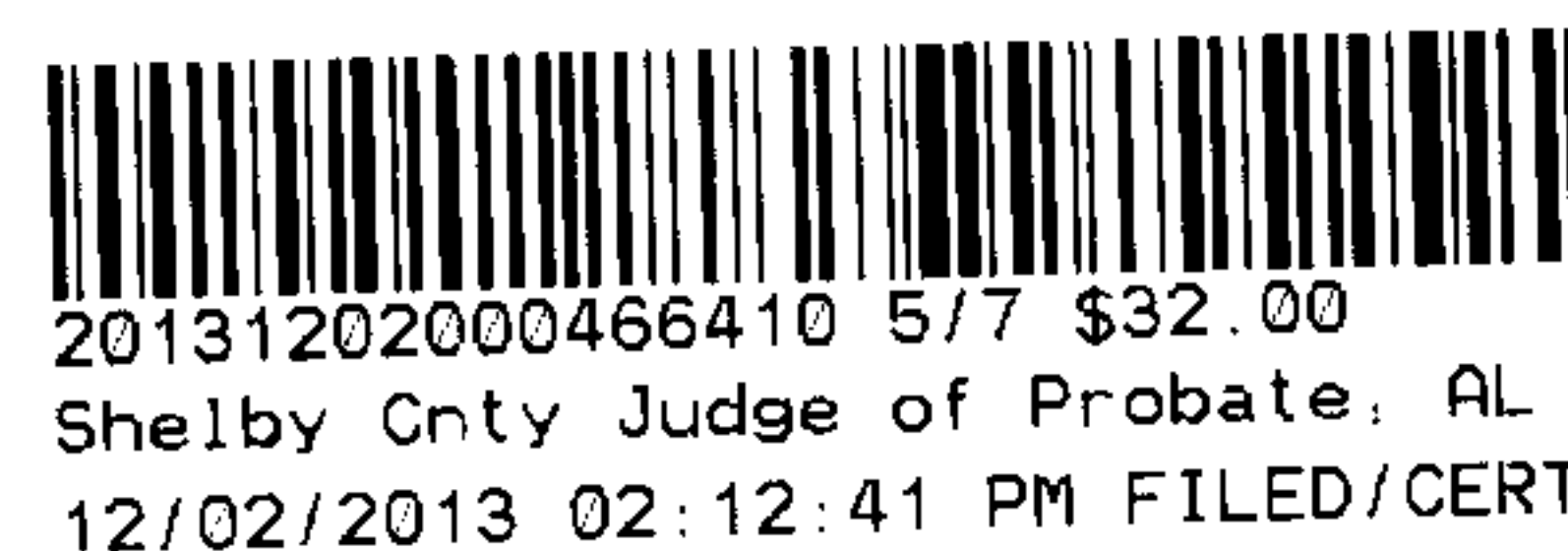
d. Third parties who act in reliance upon the authority granted to my attorney in fact hereunder in accordance with the instructions of the attorney in fact will be held harmless by me from any loss suffered or liability incurred as a result of actions taken prior to receipt of written notice of revocation, suspension, notice of a petition to determine incapacity, partial or complete termination, or my death. A person who acts in good faith upon any representation, direction, decision, or act of my attorney in fact is not liable to me or to my estate, beneficiaries, or joint owners for those acts.

e. My attorney in fact is not liable for any acts or decisions made by him in good faith and under the terms of the durable power of attorney.

## 6. NOTICE

a. A notice, including, but not limited to, a notice of revocation, partial or complete termination, suspension, or otherwise, is not effective until written notice is service upon my attorney in fact or any third persons relying upon this durable power of attorney.

b. Notice must be in writing and served on the person or entity to be bound by such notice. Service may be by any form of mail that requires a signed receipt or by personal delivery as provided in the Florida Statutes for service of process, and must otherwise be in accordance with



§709.08, Florida Statutes (2013).

**7. DAMAGES AND COSTS**

In any judicial action regarding this durable power of attorney, including, but not limited to, the unreasonable refusal of a third party to allow an attorney in fact to act pursuant to the power, and challenges to the proper exercise of authority by the attorney in fact, per statute, the prevailing party is entitled to damages and costs, including reasonable attorney's fees.

**8. VALIDITY**

This durable power of attorney shall be non-delegable, except as to the stock powers which may be delegated to a transfer agent per paragraph 1.f. hereunder, and shall be valid until such time as I shall die, revoke the power, or shall be adjudged totally or partially incompetent by a court of competent jurisdiction. I may revoke the power only by providing written notice to my Agent. All acts of my Agent taken or done without actual knowledge of 1) my death, 2) an adjudication of my incompetency, or 3) my revocation are valid and effective, and are hereby ratified and confirmed.

**9. REVOCATION OF PRIOR INSTRUMENTS**

By this instrument I hereby revoke any power of attorney, durable or otherwise, that I may have executed prior to the date of this durable power of attorney.

I hereby confirm all acts of my Agent pursuant to this power.


Any act that is done under this power between the revocation of this instrument and notice of that revocation to my attorney shall be valid unless the person claiming the benefit of the act had notice of that revocation.


**IN WITNESS WHEREOF**, I have set my hand and seal on this 15 day of November, 2013.

Signed, sealed and delivered  
in the presence of:

Print Name: Edward P. Smith

  
WILLIAM G. METAXAS


  
Print Name: SARAH FENJU

  
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Shelby Cnty Judge of Probate, AL  
12/02/2013 02:12:41 PM FILED/CERT

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared to me WILLIAM G. METAXAS, who is personally known to me and who did take an oath, and who executed the foregoing and he acknowledged before me that he executed the same freely and voluntarily and that the facts contained therein are true and correct.


WITNESS my hand and official seal in the County and State last aforesaid this 15<sup>th</sup> day of November, 2013.

  
\_\_\_\_\_  
Notary Public

Alyssa Benitez  
\_\_\_\_\_  
Printed or Typed Name of Notary  
My commission expires:



(Seal)

  
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