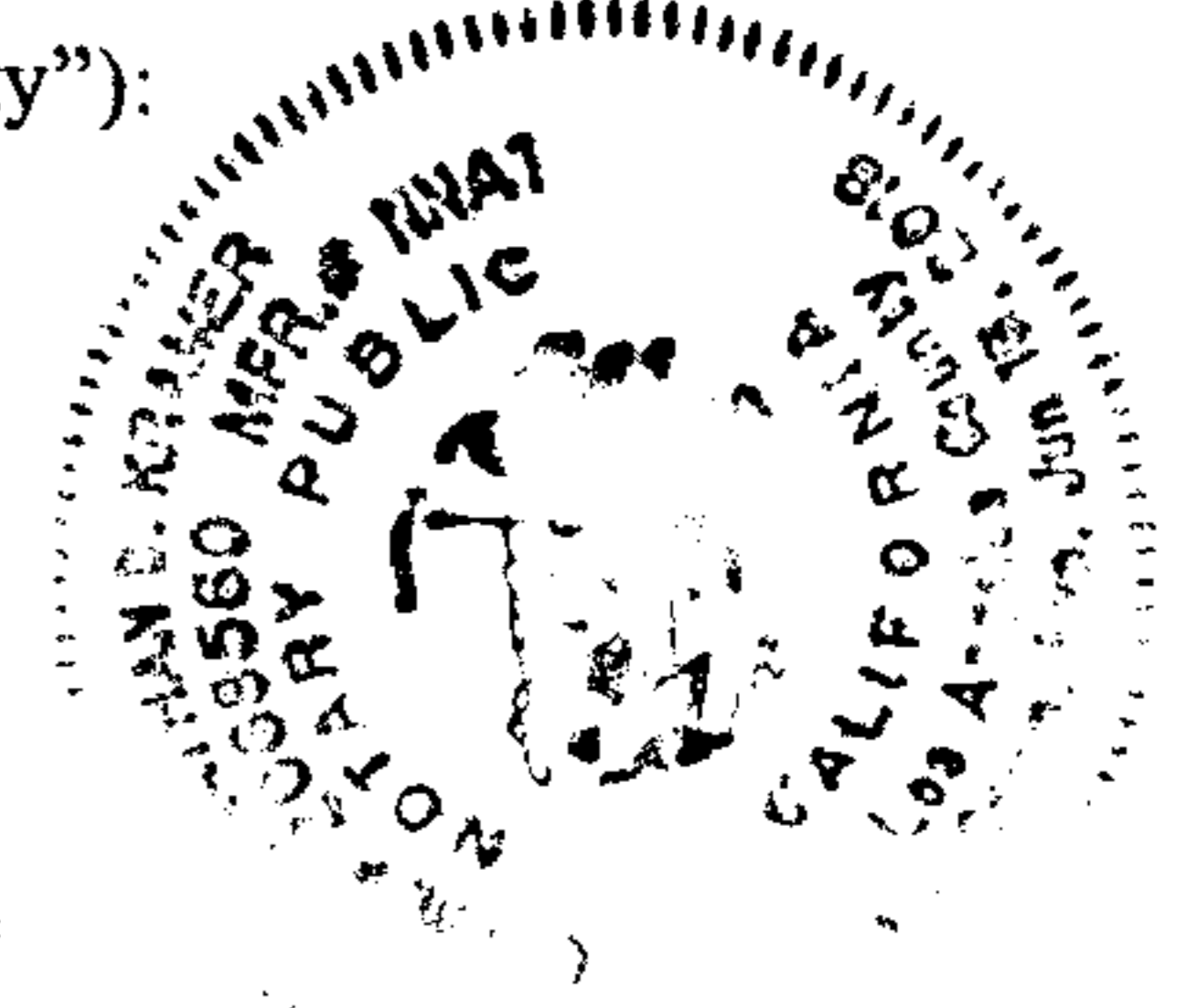
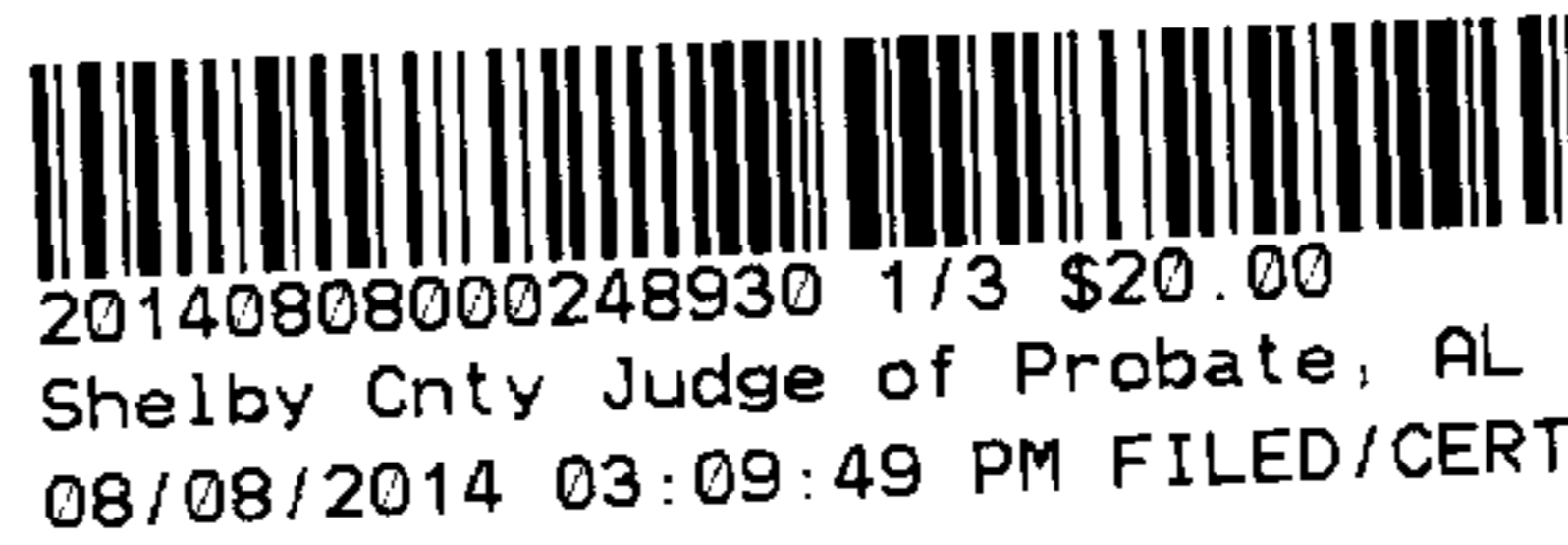


SPECIFIC/LIMITED POWER OF ATTORNEY - REAL ESTATE

KNOW ALL MEN BY THESE PRESENTS: I, Gina Lathem, residing at 1423 Woodlands Circle, Helena, AL 35080, pursuant to the Alabama Uniform Power of Attorney Act, §26-1A-101, et seq., make and appoint, and by these presents do grant to and make, constitute and appoint Donald Lathem ("Agent" and/or "Attorney-In-Fact"), residing at 1423 Woodlands Circle, Helena 35080, the true and lawful agent for the undersigned for the purpose and with the powers set forth in this Specific/Limited Power of Attorney.

PURPOSES: The above named Agent shall have the authority in my name and stead, with full power of substitution and revocation to perform the acts listed below with respect to the following real property ("Property"):
1423 Woodlands Circle, Helena, AL 35080

Legally Described as: **See Exhibit A**



POWERS: The Attorney-In-Fact shall have the power to:

- Make, draw and endorse promissory notes, checks, or mortgages pertaining to the Property;
- Make and execute any and all contracts pertaining to the sale of the Property;
- Receive and demand all sums of money, debts, dues, accounts, bequests, interest and demands pertaining to the Property, which are not or shall hereafter become due or payable to the undersigned and to compromise, settle or discharge the same;
- Receive all consumer disclosure documents and exercise all rights granted thereunder; and
- Execute any and all documentation necessary to effectuate any transaction and sale described above, including, but not limited to, closing statements, instruments of conveyance and supporting documentation, mortgages, notes, deeds, certifications, acknowledgments, and like instruments.

The above described sale of 1423 Woodlands Circle, Helena, AL 35080 is described in the sales contract for the sale of real estate entered into by Charles N. McClellan and Jo Ellen McClellan (Purchasers) and Donald Lathem and Gina Lathem (Sellers) dated on or about AUG 01 2014. The purchase price is \$395,000.000. I have inspected and signed this contract and am fully aware of its contents.

The undersigned does hereby ratify and confirm all that the said agent shall lawfully do or cause to be done by virtue of this Power of Attorney and agrees that any third party who receives a copy of this document may act under it. Revocation of this Power of Attorney is not effective as to a third party until that Third Party learns of the revocation, which revocation must be in writing or is automatically revoked as indicated below. The undersigned agrees to reimburse the third party for any loss resulting from claims that arise against the third party because of reasonable reliance on this Power of Attorney.

I hereby agree and represent to those persons dealing with my agent that this power of attorney will not terminate upon my subsequent disability or incompetence and may be voluntarily revoked by a written instrument of revocation filed for record in the recording office of the county in which the property is located, or upon the actual notice of my death to the agent named herein or the reliant, as provided in Alabama Code §26-1A-102, or this power of attorney is automatically revoked on August 30, 2014 at 11:59 pm.

IN TESTIMONY WHEREOF, I have hereto set my hand and seal this 01 day of August, 2014.

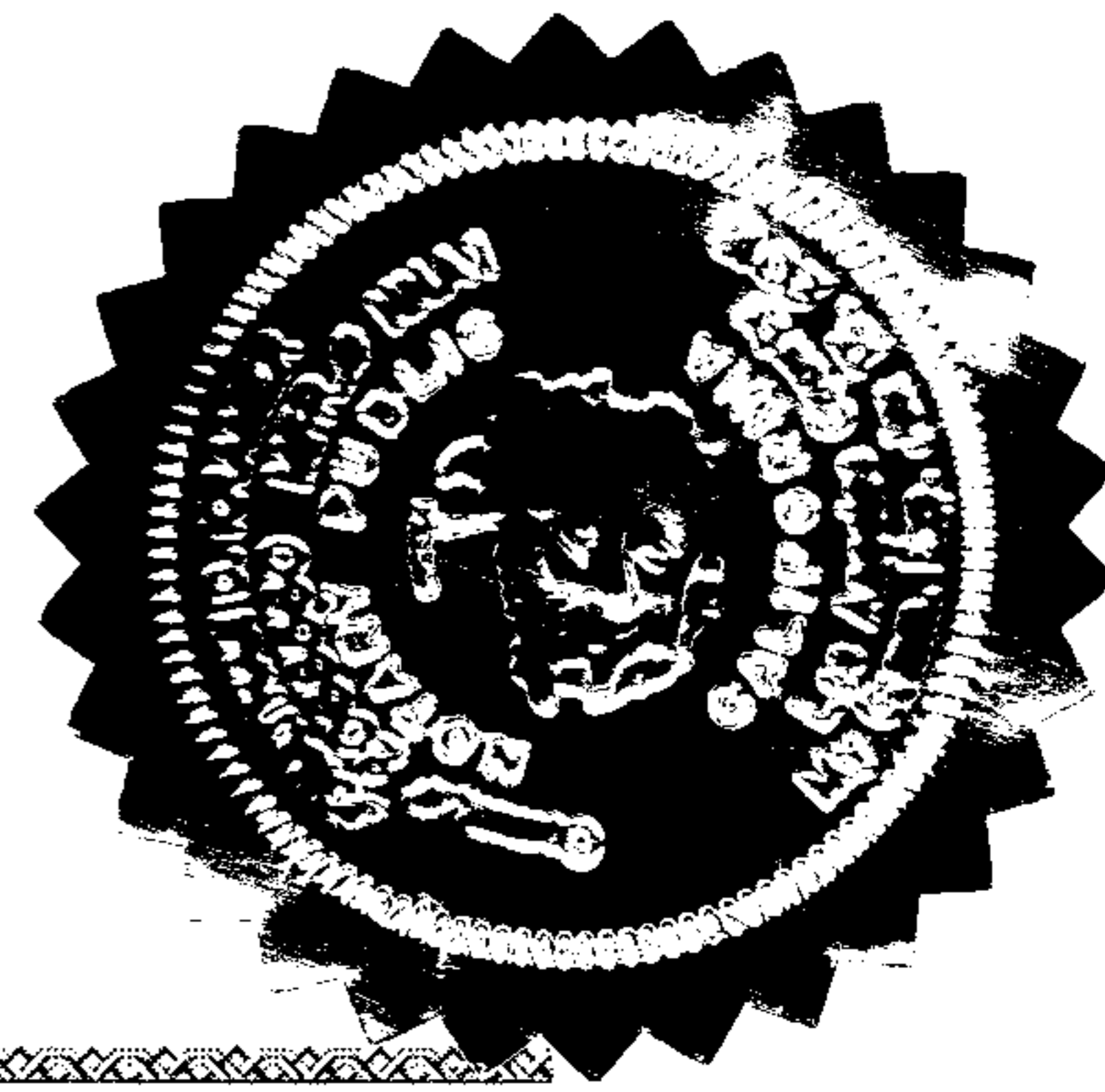
Signature: *Gina Lathem*
Gina Lathem

**SEE ATTACHED
NOTARY CERTIFICATE**
Jonathan D. Kramer, Notary Public

STATE OF California)
COUNTY OF Los Angeles)

On this 01 day of August, 2014 before me the undersigned, a Notary Public of the State of California personally appeared Gina Lathem who is personally known to me, who being duly sworn did say that s/he signed this instrument, and s/he acknowledges the execution of this instrument to be her/his voluntary act and deed and by his voluntarily done and executed. Witness my hand and Notarial Seal the day and year last above written.

ALL-PURPOSE ACKNOWLEDGMENT
Duplicate Embossment
On Original Document
Jonathan D. Kramer, Notary Public
AUG 01 2014



CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT
CIVIL CODE § 1189

State of California

County of Los Angeles

On 08/01/2014 before me,

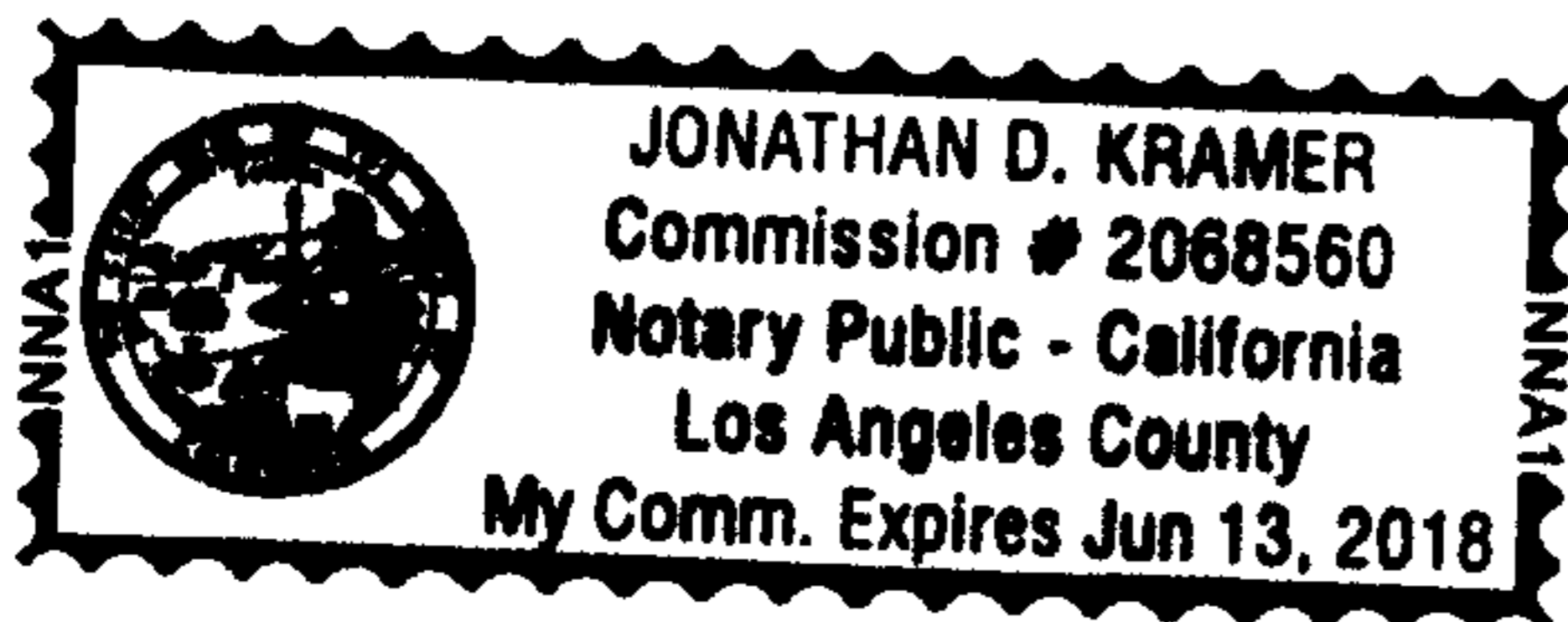
Jonathan D. Kramer, Notary Public

Name and Title of the Officer

personally appeared

Gina Latham

Name(s) of Signer(s)



who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

Jonathan D. Kramer, Notary Public

WITNESS my hand and official seal.

Place Notary Seal Above

Signature:

[Handwritten Signature]
Signature of Notary Public

OPTIONAL

Though this section is optional, completing this information can deter alteration of the document or fraudulent reattachment of this form to an unintended document.

Description of Attached Document

Title or Type of Document: _____ Document Date: _____

Number of Pages: _____ Signer(s) Other Than Named Above: _____

Capacity(ies) Claimed by Signer(s)

Signer's Name: _____

Signer's Name: _____

Corporate Officer — Title(s): _____

Corporate Officer — Title(s): _____

Partner — Limited General

Partner — Limited General

Individual Attorney in Fact

Individual Attorney in Fact

Trustee Guardian or Conservator

Trustee Guardian or Conservator

Other: _____

Other: _____

Signer Is Representing: _____

Signer Is Representing: _____



EXHIBIT "A"
LEGAL DESCRIPTION

Lot 238A, according to the Resurvey of The Woodlands, Sectors 2, 4 & 5, as recorded in Map Book 32, Page 43,
in the Probate Office of Shelby County, Alabama.



20140808000248930 3/3 \$20.00
Shelby Cnty Judge of Probate, AL
08/08/2014 03:09:49 PM FILED/CERT