


STATE OF ALABAMA)
COUNTY OF SHELBY)


20141103000344960 1/5 \$26.00
Shelby Cnty Judge of Probate, AL
11/03/2014 09:28:33 AM FILED/CERT

I, HELEN WEST ONEILL, do hereby make, constitute and appoint KAREL RENEE ONEILL GARDNER to serve as my agent (who is referred to herein as my "Agent"). Agent may carry out any act authorized as set forth herein.

ARTICLE I. FINANCIAL POWERS

I hereby authorize my Agent 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 property, real or personal, tangible or intangible, now owned or hereafter acquired by me, including without limitation, the following enumerated powers:

- (1) To manage all of my financial affairs; with power to incur such obligations on my behalf as shall be appropriately incident to the maintenance of my property, to the maintenance of myself and as otherwise may be necessary for my best interests.

- (2) To receive and give receipt for all obligations and indebtedness due me, whether now or hereafter accruing and to give releases upon the payment of such.

- (3) To receive, endorse and deposit all checks, or similar instruments for the immediate payment of money to me, including but not limited to Social Security checks, Medicare checks, Medicaid checks, Department of Agriculture checks, and other checks of the United States Treasury.

- (4) To maintain a bank account or accounts and to draw checks against the same for the payment of any indebtedness or obligation which I may owe to others.

- (5) To be added as signatory upon whatsoever checking accounts I may now maintain, to check against and expend funds there from in furtherance of the powers otherwise herein granted.

- (6) To enter my safe deposit boxes, if any, and to open new safe deposit boxes on my account, and to add to or remove any of the contents of any such safe deposit box and to close out any such safe deposit box.

- (7) To vote, in person or by proxy, and exercise all other rights and powers as owner of all securities, including government securities, that I now own or may hereafter acquire, in my name and for my benefit, upon such terms and conditions as my Agent may deem proper.



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(8) To apply for a certificate of title upon, and endorse and transfer title thereto, for any motor vehicle or mobile home of any kind, and to represent in such transfer, or assignment, that the title to said motor vehicle is free and clear of all liens and encumbrances, except those set forth in such transfer or assignment.

(9) To conduct or participate in any lawful business of whatever nature for me and in my name in which I may be engaged, whether as proprietor, partner, shareholder, or otherwise; to execute partnership agreements thereto; incorporate, reorganize, merge, consolidate, recapitalize, sell, liquidate, or dissolve any such business.

(10) To collect all rentals from and pay all expenses incident to any and all real estate in which I am the owner of an interest.

(11) To lease, purchase, exchange, or acquire any real or personal property whatsoever, on such terms and conditions as my Agent shall deem proper.

(12) To maintain, repair, improve, manage, insure, rent, lease, sell, and convey, subject to liens or deeds of trust, all or any part of any real or personal property that I now own or may hereafter acquire, as my Agent shall deem proper.

(13) To make, execute, and deliver such contracts, options, conveyances, deeds, trust deeds, security agreements, bills of sale, leases, and any and all other instruments in writing of whatever kind and nature as may be necessary or proper in the exercise of the rights and powers herein granted.

(14) To prepare, execute and file all federal, state, and/or local income, gift and other tax returns of all kinds, including, but not limited to agreements under § 2032A of the Code, consents to split gifts, and Internal Revenue Service power of attorney forms with respect to any tax year between the years 1990 and 2030; to pay taxes that are due and to collect and distribute refunds as my Agent shall deem appropriate; to contest deficiencies determined by the Service or any other state or local taxing authority; to allocate any generation-skipping tax exemption to which I am otherwise entitled; and generally to represent me or obtain professional representation for me in all tax matters and proceedings of all kinds and for all periods between the years 1990 and 2030 as my Agent shall deem advisable.

(15) To make financial arrangements for my entrance to and care at any hospital, nursing home, health center, convalescent home, retirement home, hospice or similar institution and to pay all bills or make other financial arrangements for the payment of such bills as my Agent shall deem

advisable.

(16) To execute any and all documents required to sell, convey, encumber or otherwise transfer my homestead, as the same is defined in accordance with the Laws and Statutes of Alabama; and to take any other action or execute any other documents appropriate or necessary regarding my homestead, as the same is defined in the Alabama Code. Such transfer can be to my Agent.

(17) To execute any and all documents required to gift, without consideration, my interest in a personal residence or homestead as the same is defined in the Alabama Statute to my spouse such that the personal residence becomes the sole property of my spouse. I intend for this to be effective even if my spouse is serving as my Agent and is therefore making a gift to himself or herself of my interest in such personal residence.

(18) To transfer from time to time, and at any time, to the Trustees of any revocable trust agreement created by me before or after the execution of this instrument, as to which trust I am, during my lifetime, a primary income and principal beneficiary, any or all of my cash, property or interests in property, including any rights to receive income from any source; and for this purpose to execute such instruments, documents and papers to affect the transfers described herein as may be necessary, appropriate, incidental or convenient; to make such transfer absolutely in fee simple or for my lifetime only with the remainder or reversion (of the property so transferred) remaining in me so that any such property will be disposed of at my death by my trust.

(19) To make gifts, grants or other transfers without consideration, either outright or in trust. The recipients of any such gifts shall be limited to my spouse, my children and the issue of my children. No gifts may be made to a charitable organization. If a gift is made to a descendant of mine by my Agent, then my Agent shall make a gift of substantially equal value to all of the descendants of mine in the same generation. My Agent shall not make any gifts that are not excluded from gift tax by my federal gift tax annual exclusion (unless my spouse has agreed to consent to "gift-splitting" under Section 2513 of the Internal Revenue Code in which case such gifts shall not exceed the amount that may be excluded from the federal gift tax by the federal gift tax exclusions available to my spouse and me). This annual right shall be non-cumulative and shall lapse at the end of each calendar year. Such power to gift shall continue to apply even though one or more of my children may become my Agent pursuant to this Power of Attorney.

(20) To revoke any trust established and revocable by me to the extent necessary to make the gifts authorized in the preceding paragraphs.

ARTICLE II. ADMINISTRATIVE PROVISIONS



(1) My agent is further authorized to take any other action necessary to do what I authorize in this instrument, including (but not limited to) granting any waiver or release from liability that may be required. In addition, my agent is authorized to pursue any legal action in my name, and at the expense of my estate, to force compliance with my wishes as determined by my agent, or to seek actual or punitive damages for the failure to comply.

(2) My agent shall not be entitled to compensation for services performed under this Power of Attorney, but he or she shall be entitled to reimbursement for all reasonable expenses incurred as a result of carrying out any provisions of this Power of Attorney.

(3) To the extent that I am permitted by law to do so, I herewith nominate, constitute and appoint my agent to serve as my guardian, conservator or in any similar representative capacity, and such service shall be without bond.

(4) If any part of any provision of this instrument shall be invalid or unenforceable under applicable law, such part shall be ineffective to the extent of such invalidity only, without, in any way, affecting the remaining parts of such provision or the remaining provisions of this instrument.

(5) I revoke all prior Durable Power of Attorney(s) that I may have executed, and I retain the right to revoke or amend this instrument and to substitute other agents for my agent listed herein as I deem necessary.

(6) This Power of Attorney is intended to be valid in any jurisdiction in which it is presented.

ARTICLE III. SCOPE OF POWERS

(1) I hereby give and grant unto my Agent full power and authority to do everything whatsoever requisite or necessary to be done or concerning the matters herein-above set forth, as fully as I could or might do if personally present, with full power of substitution and revocation, and I hereby confirm and ratify all that my Agent shall lawfully do or cause to be done hereunder.

(2) Notwithstanding any of the other provisions of this Power of Attorney, my Agent shall have no rights or powers with respect to any policy of life insurance owned by me on the life of my Agent.

(3) Third parties may rely upon the representations of my Agent as to all matters relating to any power granted to my Agent, and no person or institution acting in reliance upon the

representations of my Agent or the authority herein granted to my Agent shall incur any liability to me or to my estate as a result of permitting my Agent to exercise any power granted herein.

(4) If any Agent herein appointed ceases to act as my Agent due to resignation, death or incapacity, I direct that any Co-Agent or substitute Agent herein appointed shall act on my behalf with all powers and authorities herein granted. Any third party may rely upon a signed instrument of resignation, a death certificate, or an order of any court determining incapacity as proof of such resignation, death or incapacity.

ARTICLE IV. DURATION OF POWERS

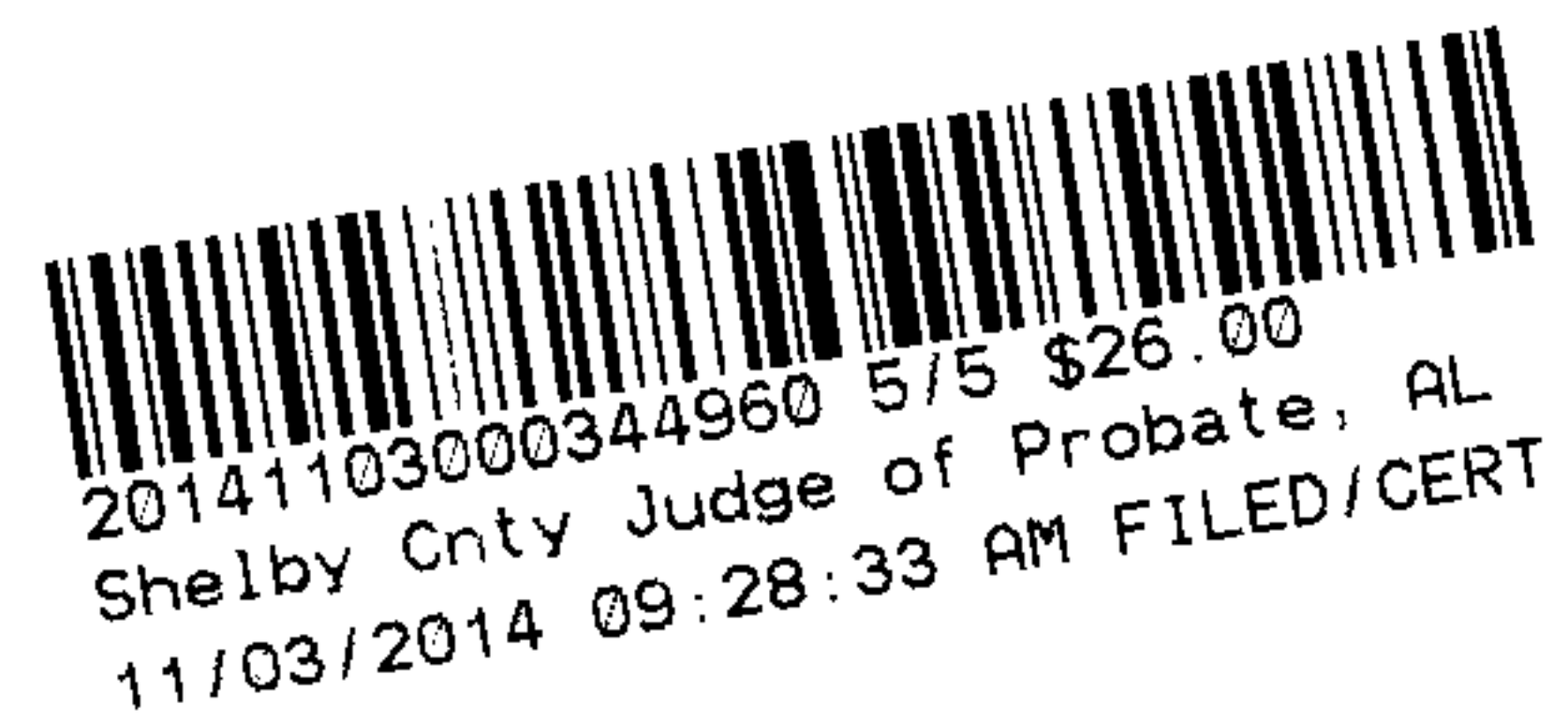
Pursuant to the provisions of the Alabama Code or any amendments or replacements thereto, having substantially similar provisions, I declare that this power of attorney shall be effective immediately and shall not be affected by my disability or incapacity and that the authority granted herein shall continue during any period while I am disabled or incapacitated. Further, pursuant to these statutes, all such authority shall continue after my death, until notice of such death shall have been received by my Agent so that my Agent has actual knowledge of the fact that I have died. Any action taken in good faith by my Agent during any period before my Agent receives actual knowledge of my death, or in any event, taken during any period while I am disabled or incapacitated, shall be as valid as if I were alive, competent, and not disabled.

WITNESS my hand in execution of the above and foregoing instrument this the 29th day of October, 2014.



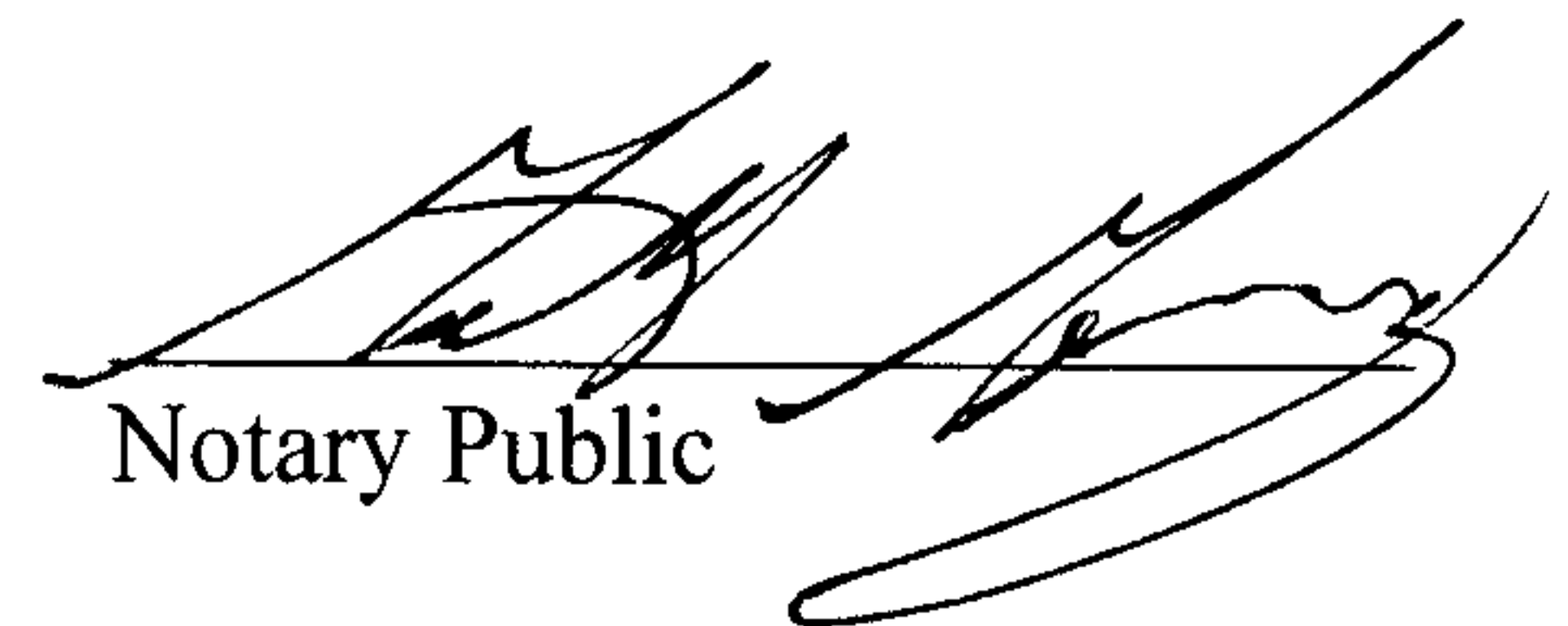
Helen West Oneill

STATE OF ALABAMA)
COUNTY OF SHELBY)



The foregoing instrument was signed and sworn to and acknowledged before me by HELEN WEST ONEILL, as Principal, on the 29th day of October, 2014. Witness my hand and official seal. My commission expires: 2/6/2018.

SEAL


Notary Public