

DURABLE POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That I, the undersigned **JAMES LAUREN GRIFFIN**, a resident of Shelby County, Alabama, do hereby constitute and appoint **BART EVERETT MCBRIDE**, as my true and lawful Agent and Attorney-in-fact, ("Agent"), for me and in my name, place and stead.

General Grant of Authority

I grant to my Agent full power and authority to do and perform any and all acts and things whatsoever requisite, necessary, or proper in my Agent's discretion to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that my Agent shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The enumeration of specific item's, acts, rights, or powers herein does not limit or restrict, and is not to be construed or interpreted as limiting or restricting the general powers herein granted to my Agent.

Effective

The rights, powers, and authority of my Agent to exercise any and all of the rights and powers herein granted shall commence and be in full force and effect from the date hereof, and such rights, powers, and authority shall remain in full force and effect thereafter until revoked.

Subsequent Incapacity

This power of attorney shall not be affected by my subsequent disability or incapacity.

Specific Powers

To carry out the purposes of this instrument and subject to any limitations stated elsewhere herein, my Agent shall have the following powers with respect to my estate in addition to the powers now or hereafter conferred by law:

1. To exercise, do, or perform any act, right, power, duty, or obligation whatsoever that I now have or may hereafter acquire the legal right, power, or capacity to exercise, do, or perform in connection with, arising out of, or relating to any person, item, thing, transaction, business, or personal property, real or personal, tangible or intangible, wherever situated, or any other matter whatsoever.
2. To enter upon and take possession of any lands, tenements and hereditament that may belong to me or to the possession of which I may be entitled; to sell, convey, encumber, mortgage, lease or otherwise dispose of any and all real estate which I may own or to the possession of which I may be entitled; and to ask, collect and receive any rents, profits, issues or income of any and all of such land, or of any part or parts thereof.
3. To demand, sue for, collect, recover and receive all goods, claims, debts, moneys, interests and demands whatsoever, now due or that may hereafter be due, or belong to me, and to make, execute and deliver receipts, releases or other discharges thereof, under seal or otherwise.
4. To defend, settle, adjust and compromise all actions, suits, accounts, claims and demands whatsoever that now or hereafter shall be pending between me and any firm, corporation or person, in such manner and in all respects as my attorney shall think satisfactory.
5. To make, sign and deliver checks and drafts upon any bank, savings and loan association, or any financial institution wherever located where I have an account, the same as I could do if personally present.

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6. To withdraw the funds in my name in any bank, savings and loan association or any financial institution where so ever located and to acknowledge receipt of said funds and to make application for withdrawal of said funds the same as I could do if personally present.
7. To sell, exchange, or otherwise dispose of any and all shares to stock, bonds or other securities, including United States securities, now or hereafter belonging to me, and to make, execute and deliver an assignment or assignments of any such shares of stock, bonds, or other securities.
8. To invest and reinvest in my name in such loans, bonds, stocks, mortgages, securities, or other property, real or personal, and to purchase securities or other property, the same as I could do if personally present.
9. To vote any corporate stock owned by me in person, or by special, limited or general proxy, with or without power of substitution, and to waive notice of any meeting and to give consent for or with respect thereto.
10. To make, execute and file income tax returns or declarations of estimated tax for any year or years; to make, execute and file gift tax returns with respect to gifts made by or for me for any year or years; and to make, execute and file any claims for refund of any tax.
11. To employ, compensate and discharge any Agent, clerks, servants, attorneys at law, accountants, investment advisors, custodians, or other persons in and about the performance of these presents as my attorney shall deem necessary.
12. Without in any wise limiting the foregoing, generally to do, execute and perform any other act, deed, matter or thing whatsoever that ought to be done, executed or performed in and about the premises of every nature and kind whatsoever, as fully and completely as I could do if personally present.

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13.To endorse and cash U.S. Savings Bonds.

14.My Agent shall have the power to make gifts to my descendants and my descendants' immediate family.

15.To make gifts up to an amount per person equal to the annual exclusion under Internal Revenue Code § 2503 (b) or to carry out any plan or pattern of family and/or charitable gifts which have been established or clearly contemplated by me; to make such gifts that may be in excess of the annual exclusion amount as long as such gifts are part of the estate plan clearly contemplated by me along with the advice of my attorney; or which in the opinion of counsel for my Agent, my Agent would be permitted to make, and which would be considered advisable under the then circumstances to make from my assets as if it were my guardian or conservatorship estate, including the making of additions to any then existing trust or trusts, (whether created by me or others); or to complete any gifts which shall be necessary to any plan contemplated by me so that I may accelerate my qualification for any public benefits which may be available to me and preserve a portion of my estate for the benefit of my lineal descendants, which said gifts being made only upon my becoming institutionalized in a skilled nursing facility, and only to those lineal descendants that I have set forth in my Last Will and Testament;

16.To exercise or release powers of appointment in whole or in part and to disclaim or renounce in whole or in part any interest that I might otherwise have as a joint owner, beneficiary, heir or otherwise and in exercising such discretion, my Agent may take into account such matters as shall include but shall not be limited to any reduction in estate or inheritance taxes in my estate, and the effect of such renunciation or disclaimer upon persons interested in my estate and persons who would receive the renounced or disclaimed property;

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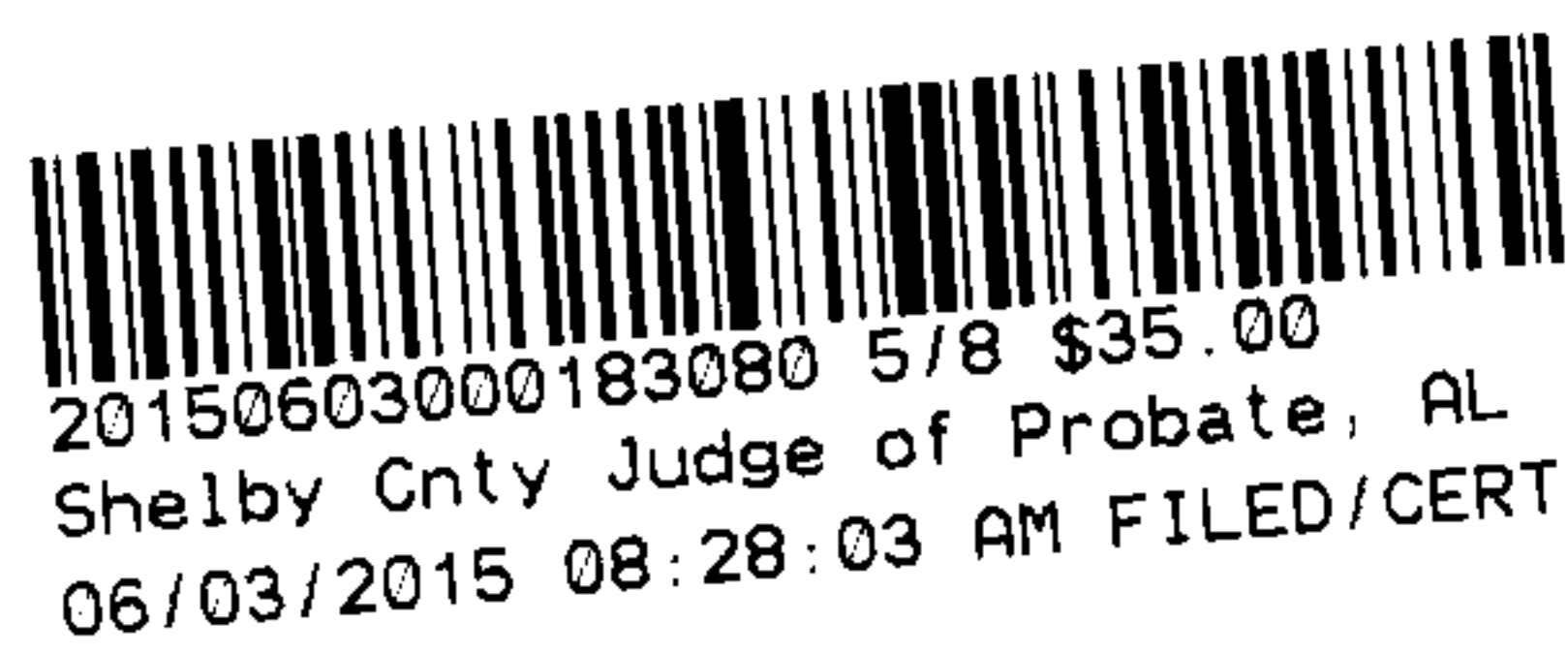

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17. To claim on my behalf any claims or any statutory allowances or shares which may be available to me in the estate of my spouse, including but not limited to the homestead allowance, family allowance, personal property exemptions, elective share or any other claims including those for expenses;
18. To transfer, assign and convey any property or interest in property, the legal or equitable title to which is in my name, to any trust of which I am the primary beneficiary during my lifetime and under the terms of which I expressly have the power to amend or revoke such trust, and to exercise any right of withdrawal of income and/or principal which I may have pursuant to the terms and conditions of such trust, whether such trust was created before or after the execution of this power of attorney; To change the beneficiaries on any insurance policies on my life, provided, however, that neither such right and power, nor any other rights and powers, shall be exercisable with respect to any policies of life insurance on the life of my said Agent herein named, which may at any time be owned by me;
19. To employ and discharge medical personnel including such physicians, psychiatrists, dentists, nurses, and therapists as my Agent shall deem necessary for my physical, mental and emotional well-being, and to pay such individuals, or any of them, reasonable compensation;
20. To create, amend, terminate, substitute assets therein and to change trustees in and for any Qualified Income Trust established for my benefit;
21. To irrevocably assign to any Qualified Income Trust created for my benefit any income which shall be paid to me;
22. To create an irrevocable trust for my benefit with the Alabama Family Trust, in whatever form my attorney in fact should determine, but in accordance with the rules and regulations of the Alabama Family Trust and to fund such

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trust with all or part of my estate as my Agent shall determine to be in my best interest;

23. To apply for any public assistance benefits which may be available to me based on my medical and/or financial needs; to appeal any denial of benefits made in my behalf and to request any fair hearings or administrative hearings and present in my behalf any claims and defense which may be necessary to secure said benefits; and
24. To settle, negotiate, cash out, elect pay out terms, or change beneficiaries, or transfer ownership in and to any IRA, retirement, pension, or annuity, which shall appear in my name.
25. To induce any third party to act hereunder, I hereby agree that any third party receiving a duly executed copy or facsimile of this power of attorney may act hereunder, and that revocation or termination hereof shall be ineffective as to such third party unless and until actual notice or knowledge of such revocation or termination shall have been received by such third party, and I, for myself and my heirs, executors, legal representatives and assigns, hereby agree to indemnify and hold harmless any such third party from and against any and all claims that may arise against such third party by reason of reliance upon this durable power of attorney.

Limitations

Notwithstanding any other possible language to the contrary in this instrument, my Agent is specifically NOT granted the following powers:

- a) To use my assets for my Agent's own legal obligations, including but not limited to support of my Agent's dependents;
- b) To exercise any trustee powers under an revocable trust of which my Agent is a grantor and the principal is a trustee; and

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- c) To exercise incidents of ownership over any life insurance policies which I own on my Agent's life.

Reliance by Third Parties

My Agent's signature under the authority granted in this Durable Power of Attorney may be accepted by any third party or organization with the same force and effect as if were personally present and acting on my own behalf. No person or organization who relies on my Agent's authority under this instrument shall incur any liability to me, my estate, heirs, successors, or assigns, because of reliance on this instrument.

Later Acquired Assets

This power of attorney shall apply to all presently owned and future assets I may acquire, and shall include the power to acquire any assets as described herein on my behalf.

Actions Binding on Estate

My estate, heirs, successors, and assigns shall be bound by my Agent's acts under this power of attorney.

Ratification of Acts

I hereby ratify and confirm all that my Agent shall do, or cause to be done, by virtue of this power of attorney.

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Governing Law

All questions pertaining to validity, interpretation and administration of this power shall be determined in accordance with the laws of the State of Alabama.

And I, the said **JAMES LAUREN GRIFFIN**, do hereby ratify and confirm all that my said attorney shall do or cause to be done in and about the premises by virtue of this Power of Attorney.

IN WITNESS WHEREOF, I have hereunto set my hand and seal on this the 19 day of March, 2015.

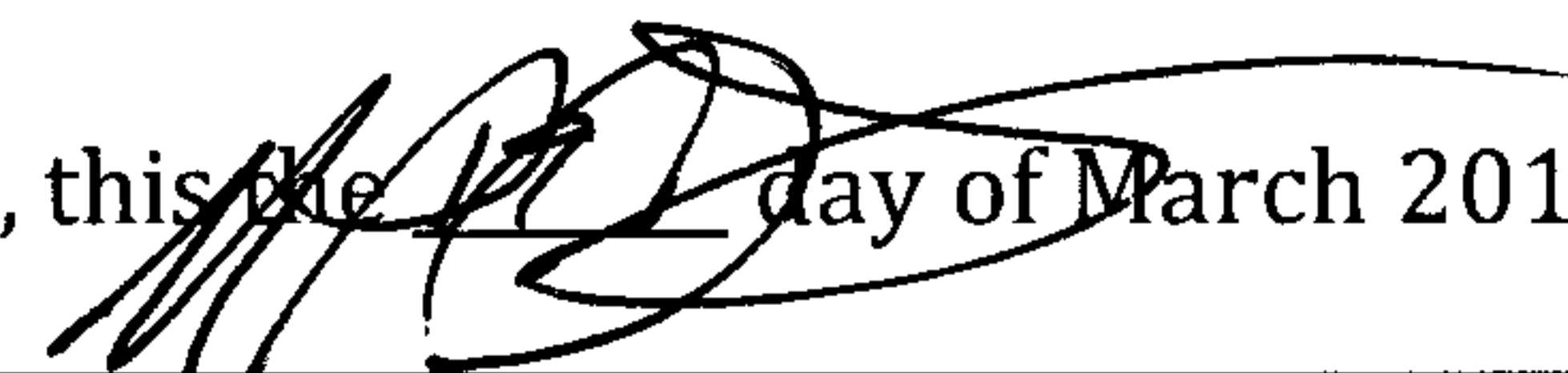

JAMES LAUREN GRIFFIN

ACKNOWLEDGMENT

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County, in the said State, hereby certify that **JAMES LAUREN GRIFFIN**, whose name is signed to the foregoing Durable Power of Attorney, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this the 19 day of March 2015.



Notary Public
Nicholas P. Callahan

Print Name of Notary
4914 Cahaba River Rd

Address of Notary
Bham AL 35243

(SEAL)

My Commission Expires:

NICHOLAS P. CALLAHAN, III
Notary Public, State of Alabama
Alabama State At Large
My Commission Expires
March 25, 2018

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