

THIS INSTRUMENT PREPARED BY: MARSH & COTTER, LLP, Attorneys  
P.O. Box 310910, Enterprise, Alabama 36331

BHM1700714

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(DURABLE)  
GENERAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, That I, Mary W. Henderson, a legal resident of Enterprise, Coffee County, state of Alabama, have made constituted and appointed, and by these presents do make, constitute and appoint Ben B. Henderson, Jr. OR Ben B. Henderson, III, my true and lawful attorney to act in, manage, and conduct all my estate and all my affairs, and for that purpose for me and in my name, place and stead, and for my use and benefit, and as my act and deed, to do and execute, or to concur with persons jointly interested with myself therein in the doing of or execution of, all or any of the following acts, deeds, and things, that is to say:

1. To buy, receive, lease, accept, or otherwise acquire; to give, sell, convey, mortgage, hypothecate, pledge, quit claim, or otherwise encumber or dispose of; or to contract or agree for the acquisition, disposal or encumbrance of; any property whatsoever and wheresoever situated, be it real, personal or mixed, or any custody, possession, interest, or right therein or pertaining thereto, upon such terms as my attorney shall think proper;

2. To take, hold, possess, lease or let, or otherwise manage any or all of my real, personal or mixed property, or any interest therein or pertaining thereto; to eject, remove, or relieve tenants or other persons from, and recover possession of, such property by all lawful means; and to maintain, protect, preserve, insure, remove, store, transport, repair, rebuild, modify, or improve the same or any part thereof;

3. To make, do and transact all and every kind of business of whatever kind or nature, including the receipt, recovery, collection, payment, compromise, settlement, and adjustment of all accounts, legacies, bequests, interests, dividends, annuities, claims, demands, debts, taxes, and obligations, which may now or hereafter be due, owing or payable by me or to me;

4. To make, endorse, accept, receive, sign, seal, execute, acknowledge, and deliver deeds, assignments, agreements, certificates, hypothecations, checks, notes, bonds, vouchers, receipts, releases, and such other instrument in writing of whatever kind and nature, as may be necessary, convenient, or proper in the premises;

5. To make deposits or investments in, or withdrawals from, any account, holding or interest which I may now or hereafter have, or be entitled to, in any banking, trust, or investment institution, including postal savings depository offices, credit unions, savings and loan associations, and similar institutions; to enter any safe-deposit box standing in my name or to which I have the right of access and to deal with the contents thereof at his discretion; to exercise any right, option, or privilege pertaining thereto; and to open or establish accounts, holdings, or interests of whatever kind or nature, with any such institution, in my name or in my said attorney's name or in both names jointly, either with or without right of survivorship;

6. To institute, prosecute, defend, compromise, arbitrate, and dispose of legal, equitable, or administrative hearings, actions, suits, attachments, arrests, distresses or other proceedings, or otherwise engage in litigation in connection with the premises;

7. To act as my attorney or proxy in respect to any stocks, shares, bonds, or other investments, rights or interests, I may now or hereafter hold;

8. To engage and dismiss agents, counsel, and employees, and to appoint and remove at pleasure any substitute for, or agent of, my said attorney, in respect to all or any of the matters or things herein mentioned, and upon such terms as my attorney shall think fit;

9. To execute vouchers in behalf for any and all allowances and reimbursements properly payable to me by the United States, and to receive, endorse, and collect the proceeds of checks payable to the order of the undersigned drawn on the Treasurer of the United States;

10. To prepare, execute, and file income and other tax returns, and other governmental reports, declarations, applications, requests and documents;

11. To take possessions, and order the removal and shipment, of any of my property from any post, warehouse, depot, dock, or other place of storage of safekeeping, governmental or private; and to execute and deliver any release, voucher, receipt, shipping ticket, certificate, or other instrument necessary or convenient for such purpose;

12. To act as my attorney-in-fact or proxy in respect to any policy of insurance on my life and in that capacity to exercise any right, privilege or option which I may have thereunder or pertaining thereto, excluding, however, the right to change the beneficiary, the right to change the method of payment of the insurance proceeds, and the right to make a cash surrender of the policy as distinguished from a surrender of the policy for loan, conversion, or other purposes as provided therein;

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

14. To make any contracts with respect to my care and treatment at any hospital, nursing home or institution whose services are needed, in the opinion of my said attorney-in-fact, for my proper care, maintenance and treatment;

15. To make gifts of any of the principal's property to any individuals, including the attorney in fact or agent, within the limits of the annual exclusion as provided by Section 2503(b) of Title 26 of the United States Code, and taking into account the availability of Section 2513 of Title 26 of the United States Code, as the same may from time to time be amended, or to organizations described in Sections 170(c) and 2522(a) of Title 26 of the United States Code, or corresponding future provisions of federal tax law, or both, as the attorney in fact or agent shall determine: (1) to be in the principal's best interest; (2) to be in the best interest of the principal's estate; or (3) that will reduce the estate tax payable on the principal's death; and is in accordance with the principal's person history of making or joining in the making of lifetime gifts.

16. In the event proceedings are commenced to appoint for me, a guardian, curator or other fiduciary, I nominate **Ben B. Henderson, Jr.** or **Ben B. Henderson, III** to act as such fiduciary pursuant to Section 26-1-2(c)(2) of the Code of Alabama, as amended.

17. Termination: This Power of Attorney may be terminated by the principal at any time, except during periods of disability, incompetency or incapacity, by delivering written notice of such termination to the Agent. This power of attorney shall be terminated upon receipt of such notice by the agent.

GIVING AND GRANTING unto my said attorney full power and authority to do and perform all and every act, deed, matter and thing whatsoever in and about my estate, property, and affairs as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present,



the above specially enumerated powers being in aid and exemplification of the full, complete, and general power herein granted, and not in limitation of definition thereof; and hereby ratifying all that my said attorney shall lawfully do or cause to be done by virtue of these presents.

And I hereby declare that any act or thing lawfully done hereunder by my said attorney shall be binding on myself, and my heirs, legal and personal representatives, and assigns; whether the same shall have been done before or after my death, or other revocation of this instrument.

The power granted herein shall remain in full force and effect until specifically revoked by written instrument.

This Power of Attorney shall not be affected by my disability, incompetency or incapacity and is intended to be a durable Power of Attorney under the Laws and Statutes of the State of Alabama and of any other jurisdictions that provide for durable Powers of Attorney.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 12<sup>th</sup> day of December 2014.

Mary W. Henderson  
Mary W. Henderson

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STATE OF ALABAMA  
COFFEE COUNTY

I, the undersigned, a Notary Public duly commissioned, qualified, and authorized in and for the State of Alabama at Large, do hereby certify that Mary W. Henderson, Grantor in the foregoing Power of Attorney, dated the 12 day of December 2014, and hereto annexed, who is personally well known to me as the person who executed the foregoing Power of Attorney, appeared before me this day with the territorial limits of my authority, and being first duly sworn executed the said instrument after the contents thereof had been read and duly explained to her and acknowledged that the execution of said instrument by her was her free and voluntary act and deed for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 12 day of December 2014.

Melinda S. Carpenter  
NOTARY PUBLIC

[SEAL]

MY COMMISSION EXPIRES:

Melinda S. Carpenter  
My Commission Expires  
April 5, 2015



Filed and Recorded  
Official Public Records  
Judge James W. Fuhrmeister, Probate Judge,  
County Clerk  
Shelby County, AL  
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*[Handwritten signature]*