Shelby Cnty Judge of Probate, AL

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POWER OF ATTORNEY

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I, June Johnson Wilborn, of Shelby County, Alabama, being over the age of twenty-one (21) years, do hereby appoint Grace Wilborn Jackson(hereinafter "Grace W. Jackson") my true and lawful agent and attorney-in-fact (and hereinafter when I say "my attorney", I mean Grace W. Jackson or any substitute appointed by her) with full power and authority to act for me and in my name to perform any or all of the acts provided herein with reference to or in respect of any interest from time to time owned by me in property, real or personal, wherever located, or other matters in which I from time to time may have a personal or financial interest.

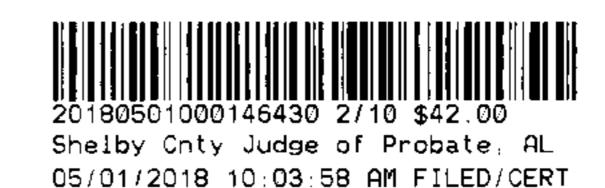
ARTICLE I

GENERAL AND SPECIFIC POWERS

Section 1.101. General Powers. It is my intention by this instrument to grant to my attorney and I do hereby grant to my attorney the general power to do or perform any act and to transact any business with respect to any property, real or personal, wherever located (herein called "property") which I may own or in which I may have any personal or financial interest, as fully as I might perform or transact if personally present. In furtherance of this grant without prejudice to and in enlargement of the specific powers and authorities contained in Section 1.02 hereof, I grant to my attorney the power and authority to execute each and every instrument, to undertake each and every obligation, and to take from time to time any and all action of whatever nature and with relation to any matters whatsoever, whether or not specifically set forth herein, and to exercise with respect thereto as full and complete power and discretion as I, myself, might or could do if personally present.

Section 1.02. Specific Powers. In no way intending to limit the general power and authority granted to my attorney in Section 1.01 hereof, but for purposes of specifically enumerating and illustrating my attorney's unlimited authority to act for me and in my behalf, I grant to my attorney the specific power to do the following:

- (A) <u>Banks and Depositories</u>. To deposit in or withdraw from any bank, trust company, savings association, safe deposit company, broker or other depository or agent any moneys or other property and to examine or receive related records, including statements of account and canceled checks.
- (B) <u>Safe Deposit Boxes</u>. To rent safe deposit boxes in my name as depositories for my property, and to open and enter on my behalf any safe deposit box rented or held by me alone or jointly with others, at any time to deposit in such box and to remove from such box any part or all of the contents thereof, including any security or tangible personal property, as often and as freely as I could do if personally present, to cancel or modify the lease under which such box is rented and to surrender or exchange the same.
- (C) Retention, Purchase, Sale and Management of Property. To retain, invest in, acquire by purchase, subscription, lease or otherwise, manage, sell at public or private sale, wholly or partly in cash or on credit, contract to purchase or sell, grant or exercise options to purchase, options to sell or conversion rights, assign, transfer, convey, deliver, endorse, exchange, pledge, mortgage, abandon, improve, repair, maintain, insure, lease for any term or otherwise deal with all property, and to release and waive any right of homestead therein, if any.
- (D) Possession and Custody of Property; Authority to Lease, Contract, Etc.. To enter upon and demand possession of, maintain, manage, improve, subdivide, re-subdivide, raze, alter, dedicate, vacate, partition, release, lease or renew, amend or extend leases for any term, contract to make leases, grant options to lease or to purchase the whole or any part of the reversion, contract regarding the manner of fixing present or future rentals, grant easements or charges of any kind on or with respect to, and cultivate, irrigate and operate, all interests in real estate now or hereafter owned by me, including beneficial interests in any trust and leasehold interests, and related improvements, equipment and supplies, alone or with others, by general or limited partnerships, trust agreements, joint ventures, corporations, associations, sharecrop agreements, leases, management or agency agreements, participate in government programs or otherwise.
- (E) <u>Borrowing</u>. To borrow money at interest rates then prevailing from any individual, bank or other source, and mortgage or pledge any property to any lender, including my attorney individually.
- (F) <u>Determination of Residence and Arrangements for</u> Personal Care. To determine my place of residence from time to



time, to pay my ordinary household expenses, to arrange for and pay the costs of medical, dental, nursing, hospital, convalescent and other health care and treatment, including admission to hospitals, nursing homes, rest homes or other care facilities or institutions; to consent to medical dental, psychiatric or other care and treatment, and to make application for insurance, pension or employee benefits related to such health care and treatment, including, but not limited to, benefits under Social Security, Medicare and Medicaid; to obtain on my behalf copies of medical reports, summaries or other related information concerning me made or taken before or after the date of this instrument, and to execute any written consents on my behalf for the disclosure of such reports, summaries, or related information as may be required under any applicable federal statute, statutes of any state of the United States, or ordinances, rules on requirements of any local governmental municipality, authority or agency.

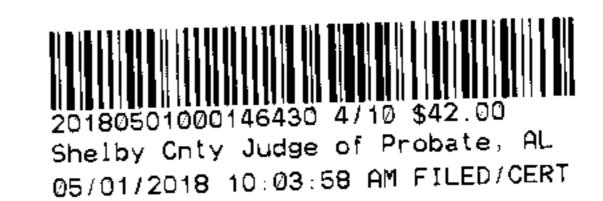
- Commencement, Prosecution and Defense of Legal Actions. To demand, sue for, receive and otherwise take steps to collect or recover all debts, rents, proceeds, interest, dividends, annuities, securities for money, goods, chattels, bequests, income from property, damages and all other property to which I may be entitled or which are or may become due me from any person or organization; to commence, prosecute or enforce, or to defend, answer or oppose, contest and abandon all legal proceedings in which I am or may hereafter be interested; and to settle, compromise or submit to arbitration any accounts, debts, claims, disputes and matters now existing or which may hereafter arise between me and any other person or organization and to grant an extension of time for the payment or satisfaction thereof on any terms, with or without security.
- (H) <u>Insurance</u>. To continue to carry, purchase, cancel or dispose of fire, casualty, property or income protection, medical, hospital, life, liability or other insurance and to pay any premiums thereon.
- (I) Investments in Securities: Retention, Purchase, Sale and Transfer. To acquire, purchase, sell and dispose of, as my attorney shall deem best, by private sale or otherwise, any shares of stock I now hold or may hereafter hold in any corporation, and any bonds or securities of the United States, any state, or any municipal corporations or private company, and to receive the consideration from the sale thereof, and for me and in my name to execute such transfer or assignments as shall be necessary to assign my said shares, bonds or securities to the purchaser or purchasers, and to pay any and all reasonable charges in connection with the handling of my securities.
- (J) <u>Voting of Securities</u>. To exercise in person or by general or limited proxy all voting and other rights, powers and privileges and to take all steps to realize all benefits with respect to stocks or other securities including the power to enter



20180501000146430 3/10 \$42.00 Shelby Cnty Judge of Probate, AL 05/01/2018 10:03:58 AM FILED/CERT into or oppose, alone or with others, voting trusts, mergers, consolidations, foreclosures, liquidations, reorganizations or other changes in the financial structure of any corporation.

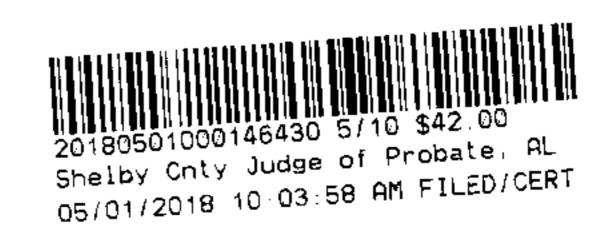
- **(K)** Operation or Disposal of Business Interests and Property. To retain, continue, operate, manage, organize, acquire, invest in, terminate and dispose of, alone or with others, proprietorships, corporations, limited or general partnerships, joint ventures, land trusts and other business or property holding organizations under the laws of any jurisdiction; to lease, sell, purchase or otherwise transfer any property to or from, make further investments in or advance or loan funds to, with or without security, and incur obligations on account of or for the benefit of, any such organization; and to employ any persons for such purposes and delegate to them such powers and discretions as my attorney considers advisable.
- (L) <u>Investment in United States Obligations to Pay Estate</u>

 <u>Taxes</u>. To undertake performance of any and all acts, whether or not otherwise specifically enumerated herein, including the sale of any property or the borrowing of any funds, which my attorney considers necessary or appropriate in order to purchase United States Treasury Bonds redeemable at par in payment of federal estate taxes; provided, however, that nothing herein shall be construed as requiring my attorney to acquire any such bonds.
- (M) <u>Taxes</u>. To appear and represent me in regard to and to take all actions convenient or appropriate in connection with taxes imposed by any municipal, state, United States or foreign authority or government relating to any tax liability or refund, abatement or credit (including interest or penalties) due or alleged to be due from or to me or any other person or organization, association or trust for which I am responsible for the preparation, signing, executing, verifying, acknowledging or paying of any tax due or filing of a return or report, including without limitation federal or state income or gift tax, and for such purposes to inspect or receive copies of any tax returns filed by or for me, reports, or other papers or documents, compromises, or adjustments of any and all claims, and to execute Internal Revenue Services Forms 2848 and 2848-D, and any other forms required by the Internal Revenue Service or any other governmental agency from time to time in regard to the granting of powers of attorney, and to name my attorney or any other person as my attorney thereunder.
- (N) Execution and Delivery of Various Contracts, Notes and Other Legally Binding Instruments in Writing. To prepare, draw, make, sign, execute, seal, acknowledge, verify, discount, accept, endorse, with or without recourse on me, waive demand, notice and notice of protest, file and deliver on my behalf, any and all checks, options, orders, notes, drafts, overdrafts, certificates of deposit, bills of exchange, deeds, directions to land trustees, mortgages, leases, powers of sale, bonds (of indemnity of otherwise) and contracts, transfers, assignments, proxies,



agreements, receipts, releases, release deeds, composition agreements, discharges, income or personal or intangible property or gift or other tax returns, estimates, declarations, certificates, schedules, statements, claims of abatement, refund or credit, protests, requests, (including requests for rulings from proper authorities), applications, waivers (including waiver of restrictions on the assessment or collection of any deficiency or additional tax), acceptances (including acceptance of any determination or proposed determination of additional tax or over assessment or overpayment of tax, including interest and penalties), consents or waivers or agreements for a later determination and assessment and collection of taxes than is provided by applicable statutes of limitations, closing agreements (wether in respect of a tax liability or a specific matter or otherwise), petitions, pleadings, motions, stipulations, consents and any other papers, documents or writings or things, with or without guarantees, surety obligations, covenants, warranties, indemnifications, representations, powers of substitution, affirmations or otherwise.

- (0) Retention of attorneys and Other legal Representatives. To appoint and employ, with or without compensation, any accountants, attorneys at law, investment counsel, agents, servants or other persons, including their agents and associates, and to dismiss or discharge the same and to appoint or employ any others in their stead as my true and lawful attorneys, to appear and represent me as to all matters covered by this power of attorney, or for any other purpose, including, but not limited to, appearances before the Treasury Department of the United States, the Tax Court of the United States, the United States Court of Claims, or any other court of the United States or the District of Columbia, or any state, municipal or foreign court, and any department or official of the United States government or any state, municipal or foreign government; with full power and authority to such agents and attorneys to do any and all acts convenient or appropriate in connection with such matters, including the specific acts described above, and to substitute attorneys and agents subsequent to the date of such appointment and prior to any revocation thereof, and to delegate and revoke the authority so granted to them.
- (P) Payment of Debts and Obligations of Support. To pay, as my attorney shall think fit, any debts or interest payable by me, or taxes, assessments and expenses due and payable or to become due and payable for my use and benefit or for the use and benefit of any person whom I have a legal obligation to support.
- (Q) Establishment of Trust for My Benefit. To transfer, assign and convey any property or interest in property which I may own to any trust of which I am a beneficiary and under the terms of which I expressly have the power, exercisable alone or with others, to amend or revoke such trust, whether such trust was created before or after the execution of this power of attorney.



(R) Charitable Pledges. To pay my pledges to and make such gifts as I have regularly made to charitable organizations described in Section 170(c) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws and to make such gifts to persons, or for their benefit, as I have regularly made.

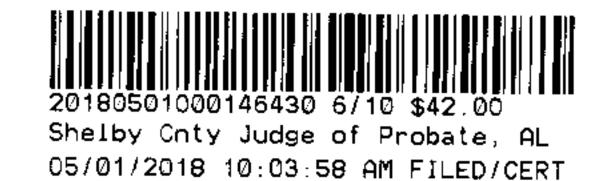
(S) <u>Payment of Expenses</u>. To make such payments and expenditures of money as may be necessary, appropriate or convenient in connection with any of the matters enumerated in this power of attorney or with the administration of my personal or financial affairs.

Section 1.03. Exercise of Powers Discretionary with My Attorney: Ratification of Attorney's Acts. The powers authorities granted herein shall not be affected, impaired or exhausted by any non-exercise thereof or by any one or more exercises thereof. My attorney shall exercise or fail to exercise the powers and authorities granted herein in each case as my attorney, in my attorney's own absolute discretion, deems desirable or appropriate under existing circumstances. I hereby ratify and confirm as good and effectual, at law or in equity, all that my attorney, and any agents and attorneys appointed by my attorney, and their agents, associates and substitutes, may do by virtue hereof. However, despite the above provisions, nothing herein shall be construed as imposing a duty on my attorney to act or assume responsibility for any matters referred to above or other matters, even though my attorney may have power or authority hereunder to do so.

Section 1.04. Severability of Powers. If any power or authority hereby sought to be conferred upon my attorney should be invalid or unexercisable for any cause or not recognized by any person or organization dealing with my attorney, the remaining powers and authorities given to my attorney hereunder shall nevertheless continue in full force and effect.

ARTICLE II

PROVISIONS REGARDING MY INCOMPETENCE, INCAPACITY OR DISABILITY



Section 2.01. <u>Durable Power of Attorney</u>. This power of attorney is a durable power of attorney as contemplated under Section 26-1-2, <u>Code of Alabama</u>, 1975, and shall remain in full force and effect and shall not be affected by my incompetence, incapacity or disability, it being my intent that the power granted herein shall continue without interruption until my death unless previously revoked by me. Any person dealing with my attorney may rely without inquiry upon the certification of my attorney that this power of attorney has not been revoked.

Section 2.02. Nomination of Guardian, or Other Fiduciary in the Event of Judicial Proceedings. In the event that judicial proceedings are commenced by any person after the date of my execution of this instrument for the purpose of obtaining a judicial finding as to my legal competence, capacity or disability and/or for the purpose of securing a judicial appointment of a guardian, curator or other fiduciary for me or for the custody, conservation and management of my estate or any property owned by me, then, in that event, in accordance with the permissive provisions of Section 26-1-2(c)(2), Code of Alabama, 1975, I hereby nominate and appoint Grace W. Jackson, or any other attorney-infact then serving hereunder or pursuant to any designation of any preceding attorney-in-fact, to serve as such guardian, curator, or fiduciary without requirement of any bond, or, if any be required, in the lowest possible amount. In the event of such judicial proceedings, I hereby request that any such court having appropriate jurisdiction in which such judicial proceedings are brought will honor this nomination by the judicial appointment of such person or persons.

ARTICLE III MISCELLANEOUS PROVISIONS

Section 3.01. Binding Effect of Acts Done by My Attorney Prior

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20180501000146430 7/10 \$42.00 Shelby Cnty Judge of Probate, AL 05/01/2018 10:03:58 AM FILED/CERT to Notice of Termination or Revocation. I expressly agree that all acts done hereunder by my attorney, prior to the receipt by my attorney or any party with whom my attorney has dealt pursuant to this Power of Attorney of actual notice of revocation of this authority, whether by my death or otherwise, shall be binding upon me and my heirs and legal representatives.

Persons. No person relying upon this Power of Attorney by Third Persons. No person relying upon this Power of Attorney in good faith and without actual notice of revocation of this authority shall incur any liability to me or to my estate as a result of permitting my attorney to exercise any power or discretion on my behalf granted herein, nor shall any person dealing with my attorney be required to see to the application and disposition of monies, stocks, bonds, securities or other property paid to or delivered to my attorney or my attorney's substitute, pursuant to the provisions hereof.

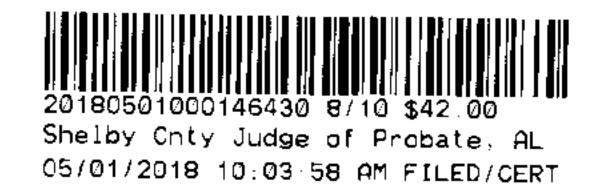
Section 3.03. Severability. If any provision contained in this instrument should be held to be invalid, unexercisable or unenforceable for any cause or shall not be recognized by any person or organization dealing with my attorney, then the remaining provisions of this instrument shall nevertheless continue in full force and effect.

Section 3.04. Governing Law. This Power of Attorney shall be governed by the laws of the State of Alabama.

Section 3.05. Reproduction of Executed Original.

Reproductions of this executed original (with reproduced signatures and the certificate of acknowledgment) shall be deemed to be original counterparts of this Power of Attorney and shall have the same force and effect as the original instrument.

Section 3.06. Death of My Attorney. If there should be two

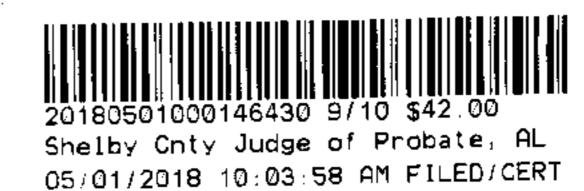


persons serving as attorneys-in-fact hereunder, then the death of any attorney shall not revoke this Power of Attorney, but it shall continue in full force and effect exercisable by the surviving attorney-in-fact. If there should be originally appointed only one attorney-in-fact, and there should be named a successor attorneyin-fact, then this Power of Attorney, together with the Certificate of Death of the originally appointed attorney-in-fact, shall be sufficient evidence of the authority of the successor attorney-infact to act hereunder and exercise all the powers and authorizations contained herein. If, prior to the death of the last surviving person named as a co-attorney-in-fact or a successor attorney-in-fact, the then serving attorney-in-fact should appoint a substitute under his full power and right of substitution, then the person so appointed shall serve as my attorney hereunder with all the rights, powers and authority contained herein, and, in such event, this Power of Attorney, together with the written appointment of my then-serving attorney appointing a substitute and the Certificates of Death of all those persons named as my attorneys-in-fact or successor attorneys-in-fact, shall be full and complete evidence of the right, power and authority of the substitute attorney to act hereunder.

EXECUTION

	IN WITNES	S WHEREOR	r, I	herek		ute thi	is Power of
Attorney	this		day	of	Jry		
2016.					•		
			(Jeen	e John	pen 4	Hilforn
				June	Johnson	n Wilbon	rn
STATE OF	ALABAMA)					
SHELBY CO	UNTY)					

I, the undersigned authority, a notary public in and for the county and state aforesaid hereby certify that June Johnson Wilborn, whose name is subscribed to the foregoing instrument, and who is known to me, acknowledged before me on this day that she



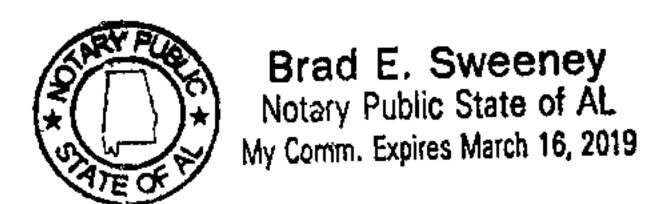
signed that instrument as her free and voluntary act on the day the same bears date, for the uses and purposes therein set forth.

GIVEN under my hand and seal this the 15th day of 2016.

(SEAL)

My Commission Expires 3/16/2019

Notary Public



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