

STATE OF ALABAMA)
)
SHELBY COUNTY)

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DURABLE GENERAL POWER OF ATTORNEY
OF
MOLLY SUE FRANKLIN

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a Durable General Power of Attorney, that I, MOLLY SUE FRANKLIN, the principal, of the County of Shelby, State of Alabama, hereby make, constitute and appoint JUDITH FRANKLIN DEMARTINO as my true and lawful agent, for me and in my name, place and stead, and on my behalf and for my use and benefit:

1. GENERAL GRANT OF POWER. To exercise or perform any act, power, right, duty or obligation that I may have at any time relating to any person, matter or transaction or to any property, real or personal, tangible or intangible, now owned or hereafter acquired by me, including, without limitation, the powers specifically enumerated herein. I grant to my attorney-in-fact full power and authority to do everything necessary in exercising any of the powers herein granted as fully as I might if competent and personally present, hereby ratifying and confirming all that my attorney-in-fact shall lawfully do or cause to be done by virtue of this power of attorney and the powers herein granted.

(a) Powers of Collection. To forgive, request, demand sue for, recover, collect, receive and hold all sums of money, debts, checks, annuities, pension and profit sharing, retirement, social security, insurance and other contractual benefits and proceeds, all documents of title, all property rights, and demands whatsoever, liquidated or unliquidated, now and hereafter owned by, or due or payable to me, or in which I have or may acquire an interest; to take all lawful means and legal or equitable remedies and proceedings in my name for the collection and recovery thereof; to adjust, settle and compromise amounts or claims due me; and to execute and deliver on my behalf, and in my name, endorsements, releases, receipts and discharges;

(b) Powers of Payment. To pay over and expend in my behalf any money or other property which may come into my attorney-in-fact's possession

or control and to discharge any liabilities incurred by my attorney-in-fact hereunder in the administration of my affairs;

(c) **Power to Acquire, Dispose of and Sell.** To acquire, purchase, exchange, grant options to sell, and sell and convey real or personal property, tangible or intangible, or interests therein, including without limitation, stocks, bonds, shares in mutual funds and other investment vehicles on such terms and conditions as my attorney-in-fact shall deem proper, including the selling, signing and endorsement of securities; to make gifts in cash or in kind to any one or more of the following who may be from time to time surviving: my spouse, my descendants and their spouses and my siblings and their descendants, in an amount in each case not in excess of the annual exclusion from Federal gift tax in each year; to make gifts to charitable entities to which I have made gifts in the past, provided such gifts are deductible for Federal income tax purposes, in an aggregate amount not in excess of the percentage of my adjusted gross income represented by such charitable gifts in the last full tax year prior to the date hereof; and to transfer title to any of my property to any revocable trust created by me of which I am an income beneficiary, or any nominee of such a trust;

(d) **Management Powers.** To maintain, repair, improve, invest, manage, insure, rent, lease, encumber, and in any manner deal with any real or personal property, tangible or intangible, or any interest therein, in my name and for my benefit, upon such terms and conditions as my attorney-in-fact shall deem proper;

(e) **Banking Powers.** To make, receive and endorse checks and drafts, deposit and withdraw funds and acquire and redeem certificates of deposit, in banks, money market funds and other institutions, to withdraw funds from Individual Retirement Accounts with any investment broker or other financial institution and to execute or release such deeds of trust or other security agreements as may be appropriate in the exercise of the powers herein granted;

(f) **Business Interests.** To conduct or participate in any lawful business in my name; execute partnership agreements and amendments thereto; incorporate, reorganize, merge recapitalize, sell, liquidate, or dissolve any business; enter into and carry out the provisions of any agreement for the sale of any business interest, whether partnership or joint venture or otherwise, or the stock therein, upon such terms and conditions, including the making of such representations, warranties and indemnities, as my attorney-in-fact shall deem proper; and exercise voting rights with respect to stock, either in person or by proxy, and exercise stock options;

(g) **Tax Powers.** To prepare, sign and file joint or separate income tax returns or declarations of estimated tax, to prepare, sign and file tax returns

with respect to gifts made by me; to pay such income or gift tax as may be due and to contest and settle in compromise the levy or assessment of any such tax; to consent to any gift and to utilize any gift splitting provisions or other tax election; to execute any and all disclaimers of any devises or benefits that I may be entitled to by the terms and conditions of any qualified pension plan, individual retirement account, last will and testament or by intestate succession; and to prepare, sign and file any claims for refund of any tax;

(h) Safe Deposit Boxes. To have access at any time or times to any safe deposit box to which I have access, wherever located, and to remove all or any part of the contents thereof, and to surrender or relinquish any safe deposit box or the access thereto, and any institution in which any such safe deposit box may be located shall not incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise this power;

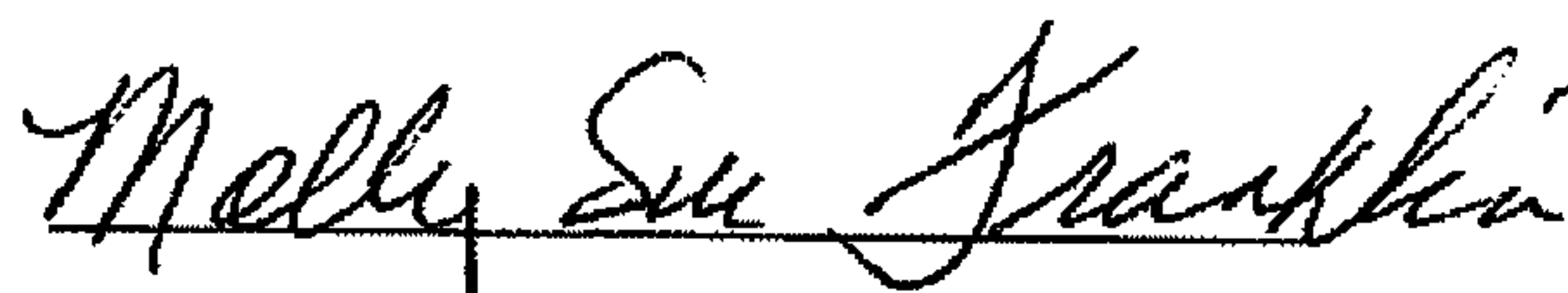
(i) Employment of Agents. To employ servants, investment counsel, custodians, agents, attorneys and brokers and to pay their compensation and charges;

(j) Litigation. To institute, litigate, settle and discharge any claims or lawsuits on my behalf;

(k) Health Care Directive. To authorize my admission to a medical, nursing, residential or similar facility; enter into agreements for my care, and authorize medical and surgical procedures; consent to, withhold consent from, waive and terminate all medical and surgical procedures on my behalf, including without limitation, the administration of drugs and the withholding of tube feedings or any other artificial or invasive form of nutrition (food) or hydration (water). To have access and to authorize access for others to any and all medical information and records of mine and related information concerning me.

2. I grant my agent and any successor agent general authority to act for me with respect to all of the subjects enumerated in the Alabama Uniform Power of Attorney Act, Chapter 1A, Title 26, Code of Alabama 1975:

(If you wish to grant general authority over all of the subjects enumerated in this section you may SIGN here:)


MOLLY SUE FRANKLIN

OR

(If you wish to grant specific authority over less than all subjects enumerated in this section you must INITIAL by each subject you want to include in the agent's authority:)

- ☐ Real Property as defined in Section 26-1A-204
- ☐ Tangible Personal Property as defined in Section 26-1A-205
- ☐ Stocks and Bonds as defined in Section 26-1A-206
- ☐ Commodities and Options as defined in Section 26-1A-207
- ☐ Banks and Other Financial Institutions as defined in Section 26-1A-208
- ☐ Operation of Entity or Business as defined in Section 26-1A-209
- ☐ Insurance and Annuities as defined in Section 26-1A-210
- ☐ Estates, Trusts, and Other Beneficial Interests as defined in Section 26-1A-211
- ☐ Claims and Litigation as defined in Section 26-1A-212
- ☐ Personal and Family Maintenance as defined in Section 26-1A-213
- ☐ Benefits from Governmental Programs or Civil or Military Service as defined in Section 26-1A-214
- ☐ Retirement Plans as defined in Section 26-1A-215
- ☐ Taxes as defined in Section 26-1A-216
- ☐ Gifts as defined in Section 26-1A-217

GRANT OF SPECIFIC AUTHORITY (OPTIONAL)

3. My agent MAY NOT do any of the following specific acts for me UNLESS I have INITIALED the specific authority listed below:

(CAUTION: Granting any of the following will give your agent the authority to take actions that could significantly reduce your property or change how your property is distributed at your death. INITIAL the specific authority you WANT to give your agent.)

- ☐ Create, amend, revoke, or terminate an *inter vivos* trust, by trust or applicable law
- ☐ Make a gift to which exceeds the monetary limitations of Section 26-1A-217 of the Alabama Uniform Power of Attorney Act, but subject to any special instructions in this power of attorney
- ☐ Create or change rights of survivorship
- ☐ Create or change a beneficiary designation

_____ Authorize another person to exercise the authority granted under this power of attorney.

_____ Waive the principal's right to be a beneficiary of a joint and survivor annuity, including a survivor benefit under a retirement plan

_____ Exercise fiduciary powers that the principal has authority to delegate

LIMITATIONS ON AGENT'S AUTHORITY

An agent that is not my ancestor, spouse, or descendant MAY NOT use my property to benefit the agent or a person to whom the agent owes an obligation of support unless I have included that authority in the Special Instructions.

Limitation of Power. Except for any special instructions given herein to the agent to make gifts, the following shall apply:

(a) Any power or authority granted to my Agent herein shall be limited so as to prevent this Power of Attorney from causing any Agent to be taxed on my income or from causing my assets to be subject to a "general power of appointment" by my Agent as defined in 26 U.S.C. §2041 and 26 U.S.C. §2514 of the Internal Revenue Code of 1986, as amended.

(b) My Agent shall have no power or authority whatsoever with respect to any policy of insurance owned by me on the life of my Agent, or any trust created by my Agent as to which I am a trustee.

2. **COMMENCEMENT OF POWERS.** The rights, powers and authority of my said attorney-in-fact herein granted shall commence and be in full force and effect on the date of the execution of this document; the authority conferred herein shall not be affected by the disability, incompetency, or incapacity of the said principal, MOLLY SUE FRANKLIN, and such rights, powers and authority shall remain in full force and effect thereafter until revoked in writing by me or until my death, whichever shall first occur. Any action taken in good faith pursuant to the

foregoing authority without actual knowledge of the death of the principal shall be binding upon the principal, her heirs, assigns and personal representatives.

3. SUCCESSION ATTORNEY IN FACT. If JUDITH FRANKLIN DEMARTINO ceases to act as attorney-in-fact by reason of death, disability, incompetency, incapacity or resignation, I appoint KAREN FRANKLIN DENTON successor attorney-in-fact. The resignation of the original attorney-in-fact may be evidenced by an instrument, in writing, delivered to the successor attorney-in-fact named herein.

4. INTERPRETATION AND GOVERNING LAW. The enumeration of specific powers herein is not intended to, nor does it, limit or restrict the general powers herein granted to my attorney-in-fact. The laws of the State of Alabama shall govern all questions as to the validity of this power and the construction of its provisions.

5. THIRD-PARTY RELIANCE. Third parties may rely upon the representations of my attorney-in-fact as to all matters pertaining to any power granted to my attorney-in-fact, and no person who may act in reliance upon the representation of my attorney-in-fact or the authority granted to my attorney-in-fact shall incur any liability to me or my estate as a result of permitting my attorney-in-fact to exercise any power.

(Any person, including my agent, may rely upon the validity of this power of attorney or a copy of it unless that person knows it has terminated or is invalid.)

6. PROTECTIVE PROCEEDINGS. If protective proceedings for my person or my estate are hereafter commenced, I hereby nominate, for consideration by the court, the said JUDITH FRANKLIN DEMARTINO, or her successor attorney-in-fact, as the guardian of my estate and/or the guardian of my person.

7. REVOCATION. This Durable General Power of Attorney may be revoked by a writing delivered to my attorney-in-fact.

8. NOMINATION OF [CONSERVATOR OR GUARDIAN]

If it becomes necessary for a court to appoint a [conservator or guardian] of my estate or [guardian] of my person, I nominate the following person(s) for appointment:

Name of Nominee for [conservator or guardian] of my estate: JUDITH FRANKLIN DeMARTINO

Nominee's Address: 1954 Venetian Way, Helena, Alabama 35080

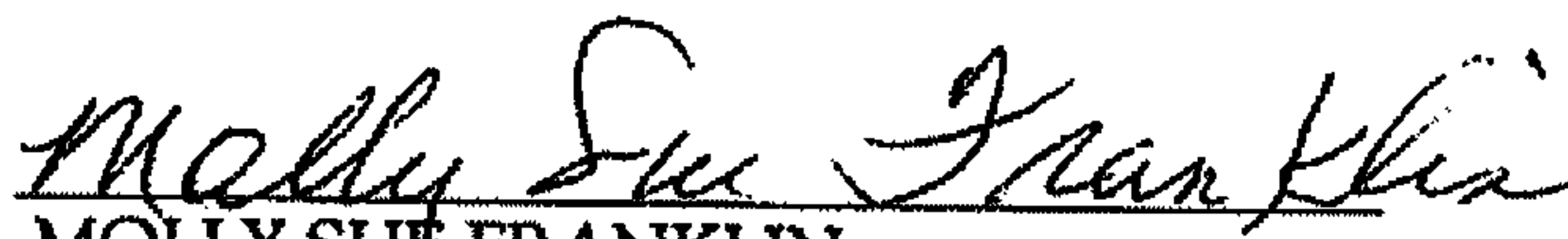
Nominee's Telephone Number: 205-901-5036

Name of Nominee for [guardian] of my person: JUDITH FRANKLIN DeMARTINO

Nominee's Address: 1954 Venetian Way, Helena, Alabama 35080

Nominee's Telephone Number: 205-901-5036

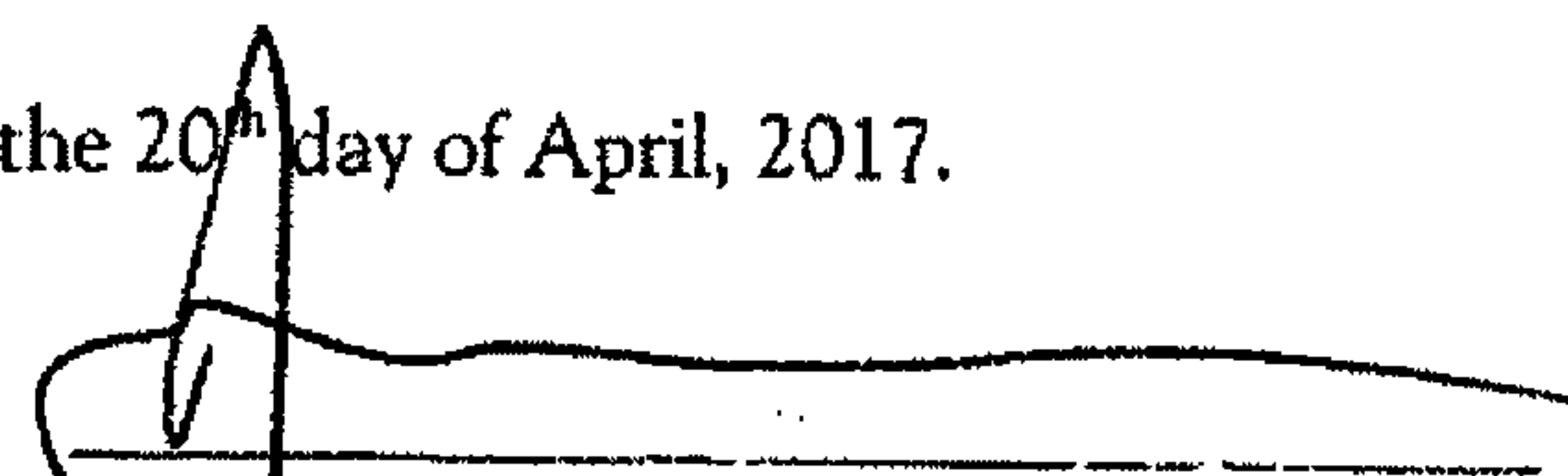
IN WITNESS WHEREOF, I, MOLLY SUE FRANKLIN, as Principal, have executed this General Durable Power of Attorney at Shelby County, Alabama, this the 20th day of April, 2017, and I have directed that photostatic copies of this power be made which shall have the same force and effect as an original.

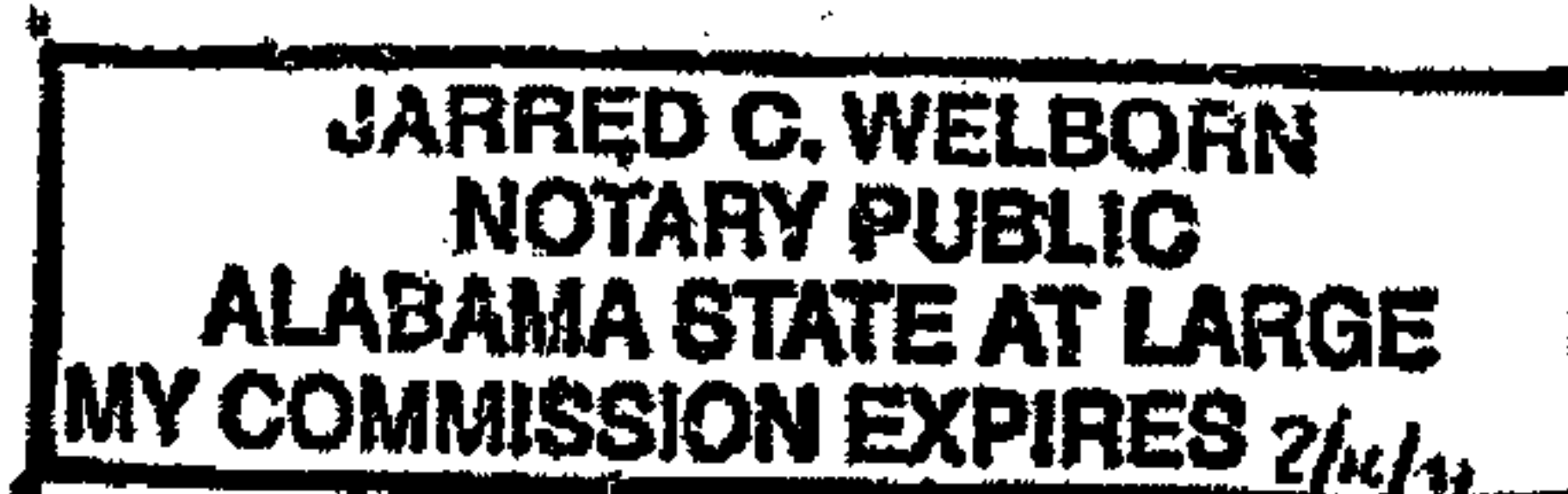

MOLLY SUE FRANKLIN,
Principal

STATE OF ALABAMA)
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for the State of Alabama at large, hereby certify that MOLLY SUE FRANKLIN, whose name is signed to the foregoing General Durable Power of Attorney and who is known to me, acknowledged before me on this day that, being informed of the contents of said General Durable Power of Attorney, she executed the same voluntarily on the day same bears date.

Given under my hand and official seal this the 20th day of April, 2017.


Jarred C. Welborn, Notary Public
My commission expires: 02/12/2020



IMPORTANT INFORMATION FOR AGENT

Agent's Duties:

When you accept the authority granted under this power of attorney, a special legal relationship is created between you and the principal. This relationship imposes upon you legal duties that continue until you resign or the power of attorney is terminated or revoked. You must:

- (1) do what you know the principal reasonably expects you to do with the principal's property or, if you do not know the principal's expectations, act in the principal's best interest;
- (2) act in good faith;
- (3) do nothing beyond the authority granted in this power of attorney; and
- (4) disclose your identity as an agent whenever you act for the principal by writing or printing the name of the principal and signing your own name as "agent" in the following manner:
(Principal's Name) by (Your Signature) as Agent

Unless the Special Instructions in this power of attorney state otherwise, you must also:

- (1) act loyally for the principal's benefit;
- (2) avoid conflicts that would impair your ability to act in the principal's best interest;
- (3) act with care, competence, and diligence;
- (4) keep a record of all receipts, disbursements, and transactions made on behalf of the principal;
- (5) cooperate with any person that has authority to make health care decisions for the principal to do what you know the principal reasonably expects or, if you do not know the principal's expectations, to act in the principal's best interest; and
- (6) attempt to preserve the principal's estate plan if you know the plan and preserving the plan is consistent with the principal's best interest.

Termination of Agent's Authority

You must stop acting on behalf of the principal if you learn of any event that terminates this power of attorney or your authority under this power of attorney. Events that terminate a power of attorney or your authority to act under a power of attorney include:

- (1) death of the principal;
- (2) the principal's revocation of the power of attorney or your authority;
- (3) the occurrence of a termination event stated in the power of attorney;
- (4) the purpose of the power of attorney is fully accomplished; or
- (5) if you are married to the principal, a legal action is filed with a court to end your marriage, or for your legal separation, unless the Special Instructions in this power of attorney state that such an action will not terminate your authority.

Liability of Agent

The meaning of the authority granted to you is defined in the Alabama Uniform Power of Attorney Act, Chapter 1A, Title 26, Code of Alabama 1975. If you violate the Alabama Uniform Power of Attorney Act, Chapter 1A, Title 26, Code of Alabama 1975, or act outside the authority granted, you may be liable for any damages caused by your violation.

If there is anything about this document or your duties that you do not understand, you should seek legal advice.

AGENT'S CERTIFICATION AS TO THE VALIDITY OF POWER OF ATTORNEY AND AGENT'S AUTHORITY

STATE OF ALABAMA)
SHELBY COUNTY)

I, JUDITH FRANKLIN DEMARTINO, certify under penalty of perjury that MOLLY SUE FRANKLIN granted me authority as an agent or successor agent in a power of attorney dated April 20th, 2017.

I further certify that to my knowledge:

(1) the Principal is alive and has not revoked the Power of Attorney or my authority to act under the Power of Attorney and the Power of Attorney and my authority to act under the Power of Attorney have not terminated;

(2) if the Power of Attorney was drafted to become effective upon the happening of an event or contingency, the event or contingency has occurred;

(3) if I was named as a successor agent, the prior agent is no longer able or willing to serve.

Judith Franklin DeMartino 4/20/17
Agent's Signature Date:

JUDITH FRANKLIN DeMARTINO

Agent's Name Printed:

1954 Venetian Way, Helena, Alabama 35080
Agent's Address:

205-901-5036
Agent's Telephone Number:

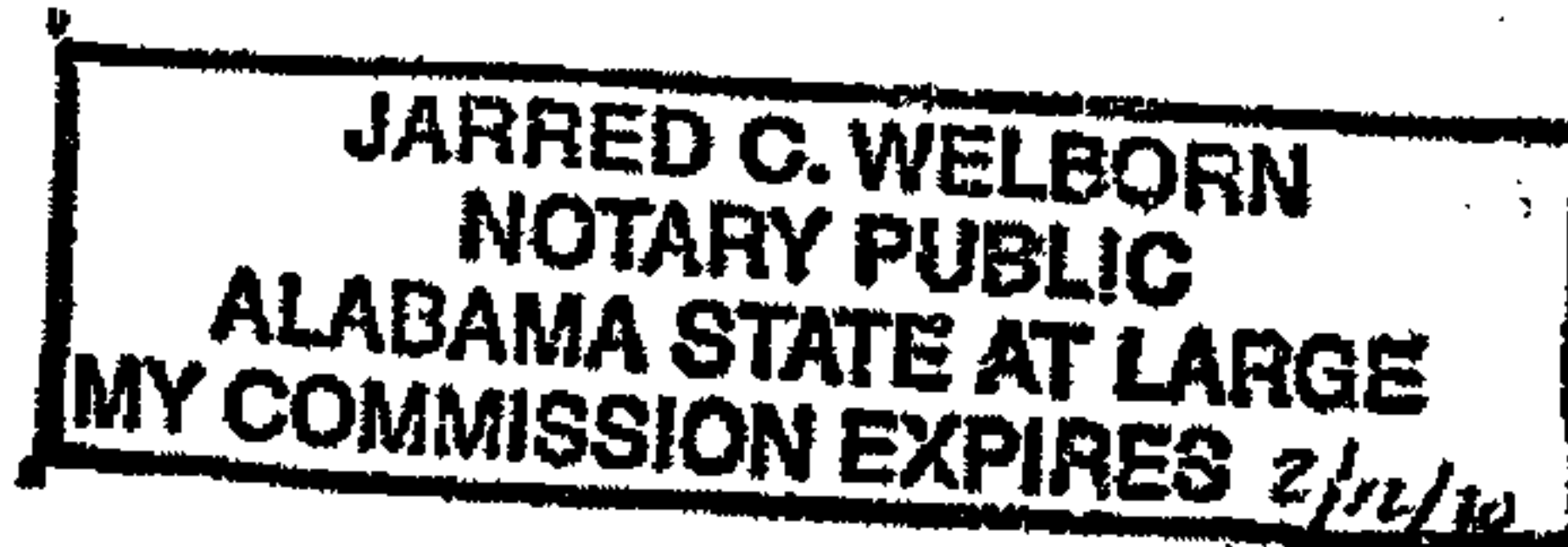
I, the undersigned, a Notary Public in and for the State of Alabama at large, hereby certify that JUDITH FRANKLIN DEMARTINO, appeared before me on this day that, being informed of the contents of the foregoing General Durable Power of Attorney, she executed the same voluntarily on the day same bears date.

Given under my hand and official seal this the 20th day of April, 2017.

Jarred C. Welborn, Notary Public
My commission expires: 02/12/2020

This document was prepared by:

*J. Welborn & Associates
Jarred C. Welborn,
Attorney at Law
PO Box 232
Columbiana, Alabama 35051
Telephone: (205) 671-0122*



Filed and Recorded
Official Public Records
Judge of Probate, Shelby County Alabama, County
Clerk
Shelby County, AL
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