

INSTALLMENT CONTRACT, SECURITY AGREEMENT AND GENERAL POWER OF ATTORNEY, CONTINUED

GENERAL POWER OF ATTORNEY - Know all persons by these present that I, Bryan Rainey, hereby appoint and make B. Scott Burch my lawful attorney to manage and conduct my affairs and act in all matters concerning my estate in my name and in my behalf. All acts and deeds by said attorney in my place and on my behalf are authorized by me. This includes to buy, contract to buy, contract for a line of credit, accept, sell, exchange, mortgage, pledge, lease, or rent, contract for the repair of, and in any and every manner deal in and with any and all personal property of every kind whatever, tangible or intangible, which I may own, have or hereafter may acquire, any right, title, or interest, on such terms, conditions, and considerations as my said attorney-in-fact shall deem proper. This includes but not limited to: To purchase vehicles in my name, to execute documents to have repairs performed or to effect registration and licensing of any vehicles I acquire or may acquire, To take possession of, operate, and maintain any vehicle I acquire or may acquire. To receive, accept, open, or otherwise acquire in my name all mail addressed to me. The aforementioned powers are merely examples of the general power herein granted and not in limitation or definition thereof. I HEREBY GIVE AND GRANT UNTO MY ATTORNEY FULL POWER AND AUTHORITY TO DO AND PERFORM EACH AND EVERY ACT AND MATTER CONCERNING MY ESTATE, PROPERTY, AND AFFAIRS AS FULLY AND EFFECTIVELY TO ALL INTENTS AND PURPURSES AS I COULD DO IF I WERE PRESENT, PROVIDED, however, that all business transacted hereunder for me or for my account shall be transacted in my name, and that all endorsements and instruments executed by my said attorney shall contain my name followed by the signature of my said attorney. I HEREBY RATIFY ALL THAT MY SAID ATTORNEY SHALL DO OR CAUSE TO BE DONE BY THIS DOCUMENT. Unless otherwise revoked or terminated by me, this power of attorney does not expire and shall continue to be effective after above mentioned loan has been paid in full and should continue to be in force if I become disabled, incompetent, or incapacitated. This legal document contains two pages with each page bearing the buyer's signature and date.

Bryan Rainey Date 17 APR 97  
Bryan Rainey

Prepared by: B. Scott Burch, P.O. Box 1036, Senatobia MS 38668, 1-800-485-9764

I, B. Scott Burch, hereby state that the above General Power of Attorney was executed, signed, and dated by Bryan Rainey.

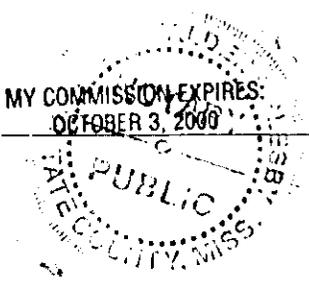
B. Scott Burch  
B. SCOTT BURCH

STATE OF MISSISSIPPI  
COUNTY OF TATE

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on the 27<sup>th</sup> day of August, 1998, within my jurisdiction.

Charles W. Walker  
NOTARY PUBLIC

My Commission Expires: MY COMMISSION EXPIRES: OCTOBER 3, 2000



STATE MS. - DESOTO CO.

AUG 28 10 00 AM '98

BK 78 PG 602  
W.E. DAVIS CH. CLK.