PBOOK 88 Pg. 790

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a General Power of Attorney pursuant to the Tennessee Code Annotated, Sections 34-6-101, et seq., **THAT I, James Robert French, II.**, having an address at 530 Greenbriar, Eads, Tn. 38028, hereby make, constitute and appoint **Pamela Elizabeth French**, having an address at 530 Greenbriar, Eads, Tn. 38028, my attorney-in-fact TO ACT in my name, place and stead in any way which I could do, if personally present, with respect to the following matters as each of them is defined in the Tennessee Code Annotated, Sections 34-6-101, et seq., to the extent that I am permitted by law to act through an agent:

[To **strike out** any matter draw a line through the matter AND initial the box on the right.]

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(A)	real estate transactions;	[ ]
(B)	tangible personal property transactions;	[ ]
(C)	bond, share and commodity transactions;	[ ]
(D)	financial institution transactions;	[ ]
(E)	business operating transactions;	[ ]
(F)	insurance transactions;	[ ]
(G)	retirement plan transactions;	[ ]
(H)	estate transactions;	[ ]
(I)	claims and litigation;	[ ]
(J)	tax matters;	[ ]
(K)	personal relationships and affairs;	[ ]
(L)	benefits from military service;	[ ]
(M)	records, reports and statements;	[ ]
(N)	full and unqualified authority to my attorney-in-fact to delegate any or all of the foregoing powers to any person or persons whom my attorney-in-fact shall select;	[ ]
(O)	all other matters.	[ ]

This power of attorney is a durable power of attorney, pursuant to the Tennessee Code Annotated, Sections 34-6-101, et seq., and it shall not be affected by my becoming disabled, incompetent or incapacitated or the lapse of time. It is my intent that the authority conferred herein shall be exercisable notwithstanding my physical disability or mental incompetence.

It is my desire and request that no guardian or conservator of my property be appointed in the event of my disability, it being my intention that this durable power of attorney shall permit my attorney-in-fact to act on my behalf. If a guardian or conservator of my property is to be appointed for me, I hereby nominate and appoint Pamela Elizabeth French to serve as guardian and conservator of my property, without bond or other surety.

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 POWER OF ATTORNEY.

IN WITNESS WHEREOF, I have executed this power of attorney this 2nd day of August, 1994.

James R. French II
James Robert French, II.

STATE OF TENNESSEE)
) SS.:
COUNTY OF SHELBY)

On this 2nd day of August, 1994, before me personally appeared James Robert French, II., known to me to be the person described in and who executed the foregoing power of attorney, and he acknowledged that he executed the same as his free and voluntary act and deed. I declare under penalty of perjury that James Robert French, II. appears to be of sound mind and under no duress, fraud or undue influence.

Notary Public

My Commission Expires: 11-7-95

GARY L. JEWEL NOTARY COMMISSION EXPIRES NOV. 7, 1995 PUBLIC SHELBY COUNTY, TN

WALKER, BROWN & BROWN, P.A.
ATTORNEYS AT LAW
P. O. BOX 276
HERNANDO, MS 38632-0276