

**GENERAL POWER OF ATTORNEY**

KNOW ALL MEN BY THESE PRESENTS, that I, Mary P. Guthrie, have made, constituted and appointed and by these presents do make, constitute and appoint Debra G. Goss my true and lawful attorney for me and in my name, place and stead, to demand, receive, collect and hold any and all monies, securities, personal and real property of any nature whatsoever belonging to me or in which I may have any interest; to deal generally and in all respect with restriction in and with any property of any nature whatsoever in which I may have any interest; including transferring of title and ownership; to carry bank accounts for me and in my name in such banks as my said attorney may deem best and to make deposits of money belonging to me in such accounts and to endorse all checks, bonds and securities, whether for the U.S. Treasury, or any other source, and disburse said monies on the signature of my said attorney, for any purposes in connection with the personal needs, support, maintenance and medical attention of myself, in any such amounts and for such purposes and at such times as my said attorney in sole unrestricted discretion and judgement may deem best; to make disbursements of monies belonging to me in such manner, at such times and for such purposes as my said attorney may in her sole unrestricted discretion and judgement may deem best for maintenance, upkeep, repair, sell or any other purposes in connection with any real estate owned by me or by me and any other person to the extent of my interest and to collect, demand and receive the rents, issues, incomes and profits derived therefrom, and to exercise in all respects general control and supervision over any real estate belonging to me or to me and any other person to the extent of interest; to exercise general supervision and control over any securities and other personal property of any nature whatsoever belonging to me and to collect dividends, profits or accruals therefrom and thereon, and to make sale and disposition of all same, all as my said attorney may in her sole and unrestricted discretion and judgement deem best; to use generally any monies and property belonging to me in the proper support, maintenance, care and attention of myself, and as my said attorney may in her sole unrestricted judgement and discretion deem best; to exercise in all respects as full management, control and powers with respect to all of my property, whether the same be real or personal, as I myself could do; to liquidate any assets of mine and to make such investment of any monies belonging to me as my said attorney in her sole and unrestricted judgement and discretion may deem best; to demand, and receive, sue for and recover, any and all monies or rights of any nature whatsoever and from

whatver source derived that may now be due to me or which may at any time hereafter become due, and to give in all respects proper receipts, releases and acquittances therefor, with no liability on the part of any obligor making payments to my attorney to see the application of the proceeds of such payments or collections, hereby giving and granting unto my said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises as fully to all intents and purposes as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that my said attorney may do.

This power of attorney shall not be affected by the subsequent disability or incompetence of the principal. That this Power Of Attorney shall remain in full force and effect until such time as terminated, by me in writing.

2002.

IN WITNESS WHEREOF, I have suscribed my name hereto this the

10<sup>th</sup> day of April

*Mary P. Guthrie*  
MARY P. GUTHRIE

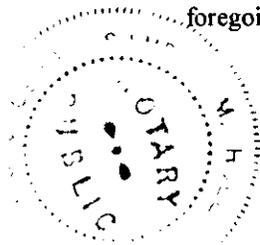
STATE OF MISSISSIPPI

COUNTY OF DESOTO

This day personally appeared before me, the undersigned authority in and for the County and State the within named, Mary P. Guthrie who acknowledged that she signed and delivered the above and foregoing as her free and voluntary act and deed and for the purposes therein expressed.

Given under my hand and official seal of the office, this the 10 day of April 2002.

*Sandra M. Holliman*  
NOTARY PUBLIC



My commission Expires:

12/31/04

Prepared By:  
Debra G. Goss  
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Walls, MS 38680  
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STATE MS. -DESOTO CO.

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W.E. DAVIS CH. CLK.