POWER OF ATTORNEY

Know all men by these presents, that I, ROBERT W. WILSON, hereby make, constitute and appoint my wife, Frances M. Wilson, my true and lawful Attorney-in-Fact, for me and in my name, place and stead and on my behalf, to do and perform for me anything of any character which I might do or perform for myself if personally present and acting. I hereby revoke any and all Powers of Attorney previously given by me.

Should my said Attorney-in-Fact be unable to act, I hereby make, constitute and appoint either or both of my children, Genenne L. Wilson and George Edward Wilson, my true and lawful Attorney-in-Fact, with full power and authority to do and perform all matters and things herein authorized.

Without in any way limiting the foregoing, I specifically authorize my Attorney-in-Fact, in my name and on my behalf:

(1) Food and Clothing. To purchase food, clothes, medicine and other goods and supplies.

(2) Banking. To endorse, deposit and collect checks, drafts, promissory notes, or other instruments made payable to me or to my order, and to endorse, deposit and withdraw any and all deposits to my credit in any bank, whether in my own name or jointly with another.

(3) Safe Deposit Box. To enter and to deal with the contents of any safe deposit box standing in my name or to which I have the right of access.

(4) Collection of Funds. To collect all sums due me from all sources, including Federal, State, or other governmental agencies, or branches thereof.

(5) Insurance. To maintain and/or purchase policies of insurance, including property, health, accident, disability, hospital, or any other insurance, and to

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collect the proceeds of any such insurance, and in connection therewith, to give receipts and releases.

(6) Borrowing Money. To borrow money and to pledge for the payment thereof any real or personal property.

(7) Investments. To retain and/or to make any form of investment in real or personal property (tangible or intangible, including but not limited to stocks and bonds, etc.), or interests therein, for case or on terms, and to hold such investments in the name of a nominee or in any other form without disclosure of the fiduciary relationship.

(8) Voting. To vote for me and in my name, and to act as my proxy, at stockholder, partnership or syndicate meetings, and to sign proxies, statements, waivers, notices and similar documents.

(9) Purchasing, Mortgaging, Selling and Leasing. To acquire, purchase, mortgage, sell, transfer, assign or lease real or personal property (tangible and intangible), or any interests therein, and to make such purchases, mortgages, or conveyances for cash or on terms, and to give or receive secured or unsecured notes therefor, and to pay, collect, and cancel such notes, and to execute bills of sale, deeds, mortgages, deeds in trust, leases and such other documents as may be required or desirable.

(10) Gifts. To make gifts to such persons or institutions in such amounts as my Attorney-in-Fact may deem appropriate in order to continue my established pattern of giving as evidenced by my financial records, including cancelled checks, deeds, stock transfer records, and any state or federal gift tax returns.

(11) Tax Returns. To sign any return, Power of Attorney, or other document required by Federal, State, or other governmental taxing authorities, and to appear for me and to represent me before the Internal Revenue Service, or any State or other governmental taxing authority for any tax year from 1985 through the year 2045.

(12) Legal Claims. To conduct, defend and prosecute any action, suit or proceeding for any purpose or for any amount which may be due me or claimed against me, to adjust and settle such matters, and to receive, execute and delivery receipts, releases or other discharges therefor.

(13) Delivery to Trustee. To deliver and transfer to the Trustee of any trust created by me, either as Grantor or Co-Grantor, any of my property, real or personal, to be held and administered pursuant to the provisions of such trust.

(14) Attorneys and Accountants. To hire and retain attorneys, accountants, or other agents reasonably required in the carrying out of the duties herein delegated, and to pay reasonable remuneration for such services.

The powers herein granted shall be deemed continuing and shall be exercisable in connection with any property, which I may hereafter acquire, as well as any property which I may now own. It is my intention that this Power of Attorney shall continue in effect until revoked in writing, notwithstanding my incapacity or incompetence, which may occur after the date of execution of this Power of Attorney.

This Power of Attorney is executed pursuant to the laws of the State of Mississippi, and in addition to the powers hereinabove set forth, my Attorney-in-Fact shall have all of the powers set forth and described in the Mississippi Code Annotated (1972, as Amended) and all of the powers conferred upon attorneys-in-fact set forth and described in the general

statutes of any jurisdiction in which this Power of Attorney is exercised, and all of such powers and statutes are hereby incorporated into this Power of Attorney as if fully set out herein.

I hereby ratify and confirm all that my Attorney-in-Fact shall lawfully do or cause to be done by virtue hereof. My Attorney-in-Fact shall not be required to give bond or file any accountings with any court, but shall keep records of all transactions made on my behalf and shall render to me at least annually a report of such transactions. If I am incapacitated, such report shall be rendered to my spouse, eldest adult child, or guardian. Upon my death, a final report and all property covered thereby shall be delivered to the personal representative of my estate.

IN WITNESS WHEREOF, I have executed the foregoing Power of Attorney, this 21 day of April, 2003.

Robert W. Wilson
ROBERT W. WILSON

STATE OF MISSISSIPPI
COUNTY OF DESOTO

On this 21 day of April, 2003, personally appeared before me the said named Robert W. Wilson, to me known and known to me to be the person described in and who executed the foregoing instrument and he acknowledged that he executed the same and being duly sworn by me, made oath that the statements in the foregoing instrument are true.

Mary Dorsey Brown
Notary Public

My Commission Expires:
2-29-07

Prepared by:
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robert w wilson poa