

LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that I, Mary Lee Fulmer Franke, 116 Monroe Drive, Palo Alto, CA 94306, have made, constituted and appointed and by these presents do make, constitute and appoint Jane Fulmer my true and lawful attorney to act in my stead for the sale of real property, or conveyance of easements over and across real property to the City of Olive Branch and/or Mississippi Department of Transportation, located in DeSoto County, Mississippi.

I do give and grant to my said Attorney full and plenary power and authority to do and perform all and every act and thing with respect to my right, title and interest in and to the property described in Exhibit "A", for the purposes of consummating the transfer of said property, or any easement over and across such property to the City of Olive Branch and/or Mississippi Department of Transportation, including the right to execute, acknowledge and deliver for me and in my name such contracts for the sale and purchase of real estate, deeds, agreements, easements, right-of-way deeds and other instruments in writing of whatever kind as may be necessary or proper in the premises as I might or could do if personally present and acting in my own behalf.

I do give and grant to my said Attorney full power and authority to execute a Termination Of Perpetual Easement Agreement with DeSoto Land Corporation of the Perpetual Easement recorded in Book 80, Page 200 of the Land Records of DeSoto County, Mississippi.

I do give and grant to my said Attorney full power and authority to donate and execute a Temporary Drainage Easement and any necessary temporary construction easements to the City of Olive Branch.

It is my understanding that the proceeds check for any sale shall be made out to "Fulmer Farms" and be forwarded to Jane Fulmer to be placed into an account in the name of "Fulmer Farms". I understand that the only responsibility of the City of Olive Branch and/or Mississippi Department of Transportation regarding the proceeds is to deliver a check in the name of "Fulmer Farms" for the agreed upon amount to Jane Fulmer.

It is my intention by this Limited Power of Attorney to fully invest Jane Fulmer with all powers and authority as my agent and attorney-in-fact necessary to act fully and completely in my place and stead with regard to the transactions contemplated herein as if I were personally taking such actions. This Limited Power of Attorney shall remain in effect for a period not to exceed one hundred eighty (180) days from the date hereof, and shall be binding upon me, my estate, and my personal representatives. This Limited Power of Attorney shall be for the specific purpose of disposing of the aforementioned real property as described hereinabove and for no other purpose.

This the 9th day of August, 2005.

Mary Lee Fulmer Franke
MARY LEE FULMER FRANKE

WWS

STATE OF CALIFORNIA
COUNTY OF Santa Clara.

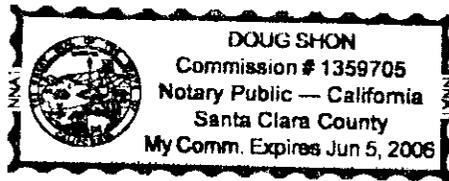
Personally appeared before me, the undersigned authority in and for the said county and state, on this 9 day of Aug., 2005, within my jurisdiction, the within named Mary Lee Fulmer Franke, who acknowledged that she executed the above and foregoing instrument.



NOTARY PUBLIC

My Commission Expires:

6-5-06



Prepared by and return to:
Gary P. Snyder
Watkins Ludlam Winter & Stennis, P.A.
P.O. Box 1456
Olive Branch, MS 38654
662-895-2996

The Southwest quarter of Section 3, Township 2, Range 6, less the right-of-way conveyed to DeSoto County for State Highway 305 by Deed recorded in Book 33, Page 397 and less a tract of 5 acres, more or less, described as beginning at a stake 310 yards east of the northwest corner of the southwest quarter of said Section 3; thence south 150 yards; thence east 150 yards; thence north 150 yards; thence west 150 yards to the point of beginning and subject to a right-of-way to Mississippi Power & Light Company conveyed in Book 25, Page 645, leaving in the aggregate 152 acres, more or less; and being the same property conveyed by R. S. Sandidge and Leila D. Sandidge to Arthur Fulmer, Sr. by Warranty Deed dated December 14, 1967 and recorded at Deed Book 72, Page 623, Chancery Court Clerk of DeSoto County, Mississippi; less and excepting, however, the portion thereof conveyed by Arthur Fulmer, Sr. and Mary Lee Fulmer to Arthur Fulmer, Jr. by Warranty Deed dated June 13, 1970 and recorded at Deed Book 84, Page 667, Chancery Court Clerk of DeSoto County, Mississippi, and described as follows:

Parts of the Southwest Quarter and the Southeast Quarter of Section 3, Township 2, Range 6 West in DeSoto County, Mississippi, more particularly described as follows:

Beginning at an iron pin in the north line of the southwest quarter of Section 3, Township 2, Range 6 West, said point being the intersection of said quarter section line with the southwest right-of-way of the new U.S. Highway #78 and 435.60 feet west of the northeast corner of the southwest quarter of said Section 3; thence south 84 degrees 47 minutes 50 seconds west with the north line of said quarter section 832.07 feet to an iron pin, an internal corner of the Fulmer tract; thence south 5 degrees 17 minutes 22 seconds east 850 feet to an iron pin in the north line of the Arthur Fulmer Industrial Road (60 feet wide); thence with the north line of said Road north 84 degrees 47 minutes 50 seconds east 606.73 feet to a point; thence on a curve to the left with a radius of 25 feet a distance of 18.69 feet to a point of reverse curve; thence on a curve to the right with a radius of 50 feet a distance of 231.84 feet to a point of reverse curve; thence along a curve to the left with a radius of 25 feet a distance of 18.69 feet to a point in the south line of said Road; thence south 84 degrees 47 minutes 50 seconds west with the south line of said Road 82.39 feet to a point in the center of a ditch; thence with the center of said ditch south 37 degrees 21 minutes west 119.28 feet to a point; thence continuing with said ditch south 9 degrees 20 minutes west 155 feet to a point in the center of Lick Creek; thence with the center of Lick Creek as follows: north 63 degrees 58 minutes east 193 feet; south 75 degrees 13 minutes east 160 feet; south 88 degrees 43 minutes east 170 feet; north 87 degrees 17 minutes east 240 feet; north 48 degrees 55 minutes east 195.94 feet to a point in Lick Creek, said point being 35 feet east of the west line of the southeast quarter of Section 3, Township 2, Range 6 West, as measured at right angles to said quarter section line; thence north 5 degrees 17 minutes 22 seconds west and parallel to said quarter section line 690.23 feet to an iron pin in the southwest right-of-way of the New U.S. Highway #78; thence northwest with said right-of-way north 57 degrees 56 minutes 10 seconds west 592.02 feet to the beginning, containing 28.77 acres of land.

EXHIBIT
"A"

Signed for identification
In the capacity indicated

By: William R. Forgy
Vice President & Trust Officer