

DURABLE POWER OF ATTORNEY

I, BETTY L. WHITT, a resident of DeSoto County, Mississippi, do make and appoint Barbara Denham, my true and lawful Attorney, with full, complete and general powers, for me, in my name, or in the name of my Attorney in every way, to deal with my Estate, property, both real and personal, wherever located or to deal with my affairs, and to perform all and every act or acts, thing or things in every and all lawful ways which she in her sole discretion may decide to do, the same as I might or could do if acting personally.

By way of illustration, and not by way of limitation, this Power of Attorney may be used in all ways relative to trust powers. The Attorney-in-Fact has the authority to act on behalf of the principal as grantor, to exercise any powers of revocation, amendment, or appointment which the principal/grantor may have over the income or principal of any trust.

It is also intended that this instrument serve as a Durable Power of Attorney for Health purposes.

Without diminution or restriction of the powers vested in the Attorney-in-Fact, by law or elsewhere in this instrument, and subject to all other provisions of this instrument, the attorney-in-fact, without the necessity of procuring any judicial authorization therefor or approval thereof shall be vested with each and every power set forth in Tennessee Code Annotated Section 34-6-109, et al., said powers being specifically incorporated herein by reference, the same as if each of said powers was specifically set forth herein.

And I hereby, for myself, my heirs, executors and administrators, ratify and confirm all that my said Attorney may do in the premises by virtue of this Power of Attorney which shall remain in full force and effect until written notice of revocation of this Power of Attorney shall reach any person, firm, or corporation with whom my Attorneys shall deal.

This Power of Attorney shall not be affected by subsequent disability or incapacity of the undersigned. This statement is intended to comply with Tennessee Code Annotated Sections 34-6-201, et al., in effect at this time, the same being incorporated herein by reference.

In addition to the Tennessee Code Sections set forth above, I hereby grant to Barbara Denham all powers provided by the State of Mississippi and Arkansas, to deal fully with all property, real or personal, owned by me or in which I may have an interest, wherever said property may be located.

WITNESS my signature this 20th day of May, 2000.

Betty L. Whitt
BETTY L. WHITT

STATE OF TENNESSEE
COUNTY OF SHELBY

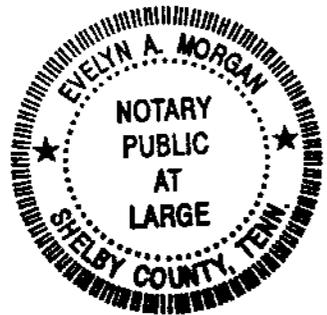
Sworn to and subscribed before me this 20th day of May, 2000.

Evelyn A. Morgan
Notary Public

My Commission Expires:

10-29-2002

This Instrument Prepared By:
Marvin Posner, Attorney
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