P 2/20/07 8:46:37 SS SS
BK 118 PG 526
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

Prepared by: Law Offices of Shannon H. Williams, P.A.
3384 Goodman Road
Southaven, MS 38672
662-349-8601 * 662-536-3038 (fax)

SPECIAL POWER OF ATTORNEY FOR CLOSING REAL ESTATE TRANSACTION

STATE OF MISSISSIPPI
COUNTY OF DESOTO

KNOW ALL MEN BY THESE PRESENT, THAT IMAGE HOMES, LLC, a Tennessee Limited Liability Company, has passed a unanimous corporate resolution appointing Shannon H. Williams, as Attorney-in-fact to act as follows, GRANTING unto my Attorney-in-Fact full power to:

> To do all things necessary to close on the Sale of any and all Properties owned by this corporation with full power and authority for the corporation to sign, seal, execute, acknowledge, and deliver and accept any and all documents necessary to effect the purchase and settlement on said property, including but not limited to, deeds, disclosure statements, Affidavits, closing or settlement statements, etc. FURTHER GRANTING full power and authority to pay any funds for the purchase and the execution of any and all documents in connection therewith, including, but not limited to notes, deeds of trust or mortgages.

I hereby ratify and confirm all that said attorney-in-fact shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

All acts done by means of this power shall be done in the corporate name, and all instruments and documents executed by my Attorney hereunder shall contain the corporate name, followed by that of my attorney and the description "Attorney-in-Fact", excepting however any situation where local practice differs from the procedure set forth herein, in that event local practice may be followed. This SPECIAL POWER OF ATTORNEY shall be valid and may be relied upon by any third parties until such time as any revocation is recorded in the recorder's office of the county where the land is located.

DATED this the 12th day of January, 2007.

IMAGE HOMES, LLC, a Tennessee Limited Liability Company

W.V. Richerson, Member

E:\REAL ESTATE\2007\Image Homes\POA-all.doc

Shannon

2

Prepared by: Law Offices of Shannon H. Williams, P.A.
3384 Goodman Road
Southaven, MS 38672
662-349-8601 * 662-536-3038 (fax)

STATE OF
COUNTY OF

Personally appeared before me, the undersigned authority in and for the said County and State, the within my jurisdiction, the within named W.V. Richerson, who acknowledged that he is a Member of IMAGE HOMES, LLC., a Mississippi corporation, and that for and on behalf of the said corporation, and as its act and deed, signed, sealed and delivered the above and foregoing for the purposes mentioned on the day and year therein mentioned, after first having been duly authorized by said corporation so to do.

Given under my hand and official seal this the 12 day of January, 2007.

NOTARY PUBLIC

My Commission Expires:

Principal Name and Address	Attorney-in-Fact Name and Address
Name: Image Homes, LLC	Name: Shannon H. Williams
Address: 3224 Kenny Drive	Address: 3384 Goodman Road
City: Germantown	City: Hernando
State: TN Zip: 38139	State: Mississippi Zip: 38672
Phone: 901-870-7415	Phone:

E:\REAL ESTATE\2007\Image Homes\POA-all.doc