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DESO TO COUNTY, MS
W.E. DAVIS, CH CLERK

POWER OF ATTORNEY

STATE OF TEXAS

COUNTY OF ARANSAS Harris

BE IT KNOWN that on this ~~29th~~ ^{August} day of ~~September~~, 2008 before me, the undersigned authority, a Notary Public in and for the County of Harris, State of Texas, duly commissioned and qualified, personally came and appeared:

LINDSEY MICHELLE WILLIAMS, an individual of the lawful age of majority and a resident of Harris County, Texas, therein residing (hereinafter sometimes called "Appearer");

who declared that she has made, constituted, and appointed, and does by these presents hereby make, constitute, and appoint her uncle:

DOUGLAS KENT WILLIAMS, an individual of the full age of majority and a resident of East Baton Rouge Parish, Louisiana, therein residing;

as her true and lawful agent and attorney in fact, for her in her name, place, and stead, to do any and every act and to exercise any and every power that she might or could do or exercise, personally, or through any other person, including not only all matters of administration, but also all acts of ownership and the doing of whatever may appear to said agent and attorney in fact to be conducive to the interest of Appearer. Should Douglas Kent Williams be unable, unwilling or cease to serve or continue to serve as agent, I name and appoint Leslie Nordstrom as successor, agent, and attorney in fact.

Without in any manner limiting or restricting any of the foregoing, Appearer hereby grants unto said agent and attorney in fact (hereinafter sometimes called "Agent"), for Appearer and in Appearer's name, place, and stead, full power and authority:

1. To acquire as a gift or donation or to purchase or otherwise acquire, in any manner, all kinds of things or property, whether movable or immovable, personal or real, corporeal or incorporeal, tangible or intangible, wheresoever situated, in whole or in part, or an undivided interest therein;

2. To do the following things and perform the following acts with respect to Appearer's interest or a part thereof, or an undivided interest therein, in all kinds of things or property, whether movable or immovable, personal or real, corporeal or incorporeal, tangible or intangible, within or without the County of Harris, within or without the State of Texas, or wheresoever situated (including the residence located at 10743 Pecan View Drive, Olive Branch, Mississippi 38654), and whether now owned or hereafter acquired:

- a. To pledge, pawn, mortgage, with or without confession of judgment, or otherwise encumber the same in any manner;
- b. To subject the same to options, easements, or servitudes, mineral or otherwise;

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- c. To grant royalty interests affecting the same;
 - d. To grant leases or subleases covering or affecting the same, including, but without being limited to, oil, gas, and mineral leases and subleases, with or without provisions for the pooling of the leased premises, in whole or in part, with other lands and mineral interests;
 - e. To use, administer, build upon or otherwise improve, repair, demolish, partition, divide, or subdivide the same in any manner;
 - f. To acquire, purchase, exchange, sell, convey, assign, or otherwise dispose of the same in any manner;
 - g. To make and sign all kinds of agreements pertaining to the same, including but without limitation to the making and signing of purchase agreements, purchase documents, acts of sale, mortgages, acts of exchange, pooling agreements, unitization agreements, division orders, and transfer orders, and agreements supplementing, amending, or rescinding agreements, whether made by Appearer personally or through an Agent, pertaining to the doing of anything which Agent is authorized to do hereunder;
3. To borrow money or otherwise contract loans, to acknowledge debts, to make or endorse promissory notes, and to make or accept all kinds of bills of exchange;
 4. To make loans;
 5. To endorse, collect, and receive the proceeds of any promissory note, draft, check, or other bill of exchange made payable to Appearer or to Appearer's order and give receipt therefor, and to endorse for deposit in and for collection by any bank or corporate institution, wheresoever situated, drafts, checks, or other bills of exchange made payable to Appearer or to Appearer's order;
 6. To withdraw, by check or otherwise, money on deposit in Appearer's name in any bank or other depository wheresoever situated;
 7. To take all actions, directly or by proxy, discretionary or otherwise, and to exercise all rights of an owner with respect to any stock or security owned by Appearer;
 8. To enter any safety deposit box that Appearer could lawfully enter and remove therefrom any property that Appearer would have the right to remove therefrom;
 9. To make and execute bonds of all kinds, either as principal or surety, and to make and execute applications therefor;
 10. To adjust, settle, compromise, or submit to arbitration all matters concerning Appearer;
 11. To demand, make allowance in respect to, remit, or recover and receive anything due or belonging to Appearer;

12. To commence, prosecute, discontinue, arbitrate, compromise, settle, confess judgment, or defend all kinds of claims, actions, and proceedings concerning Appearer in any manner, with full power to waive citation, to accept service, to plead prescription, and to apply for writs and all other processes, including appeal;

13. To represent Appearer judicially and otherwise, whether as an heir, legatee, creditor, executor, administrator, or otherwise, in all successions or estates in which Appearer may be or become interested; and to apply for the administration thereof and to demand, obtain, and execute all kinds of orders, decrees, and judgments in connection therewith; to partition or divide the same in any manner; to accept, settle, compromise, liquidate, or renounce Appearer's interest therein; to receive and receipt for all property to which Appearer may be entitled in respect of said successions or estates; and to act as agent for service of process in any succession of which Appearer is appointed legal representative;

14. To form or cause to be formed, or join with any other person or persons in forming or causing to be formed, a corporation or corporations, in any manner, on any terms and conditions and for any capitalization, duration, or purpose authorized by the laws applicable thereto; to execute, as one of the incorporators, proper Articles of Incorporation and to execute any and all other papers which Agent may deem necessary or desirable to effect such incorporation or in connection with such incorporation; and to exchange cash or property of any amount or value belonging to Appearer for any class or amount of stock or other evidence of ownership or membership in such corporation for any bonds, notes, or other evidences of indebtedness of such corporation;

15. To operate, in whole or in part, or to participate in the operation of any business or business interest at any time belonging to Appearer and to do any and all things which Agent deems appropriate thereto and which Appearer might do as absolute owner and holder of such business or business interest, including but without being limited thereto, the right to invest additional capital therein, to join with others in a partnership or joint venture, to incorporate said business, to change the nature of said business or its forms of organization, or enlarge or diminish the scope of its activity, or dissolve or liquidate it, or to participate in such incorporation, change, dissolution, or liquidation;

16. To prepare, execute, and file any application, tax return, report, notice, statement, consent, protest, waiver, petition, agreement, or document required or permitted to be filed under any law, ordinance, resolution, rule, regulation, or directive of the United States of America, or any state of the United States of America, or of any department of, or corporation, board, authority, agency, political subdivision, or instrumentality heretofore or hereafter created, designated or established by the United States of America or any State thereof; to represent Appearer before the proper office, officer, or court with respect to all such documents and the matters to which they pertain; and, without limiting or in any manner restricting the foregoing, to receive, endorse, and collect checks in payment of refunds of taxes, licenses, penalties, or interest; and to receive and inspect confidential information with respect to Appearer's liability under any law, ordinance, resolution, rule, regulation, or directive above described;

17. To purchase or otherwise acquire, in any manner, U.S. Treasury Bonds, receivable or redeemable at par in payment of federal estate taxes, at such time or times and in such amount or

amounts as said Agent may, in Agent's sole discretion, determine, and in payment therefor, to withdraw by check or otherwise, money (including deposits of any kind) on deposit to Appearer's account in any bank or depository, wherever situated, and to borrow money or otherwise contract loans; and

18. To make health care decisions, other than declarations with respect to life sustaining procedures which may include surgery, medical expenses, medical treatment, nursing home residency or medication, or any other decision or act which may be advisable with respect to the Appearer's health care.

At all times while acting hereunder, Agent shall have full power and authority for Appearer and in Appearer's name, place, and stead:

1. To employ any person or persons, firm, or corporate institution to perform any act or acts or to do anything which Agent deems to Appearer's interest and to pay therefor and to terminate such employment;
2. To appoint any other person or persons as the substitute of Agent to do any act or exercise any power which Agent could do or exercise hereunder;
3. To exercise any and all the powers herein granted to Agent, as and when, to the extent, in the manner, for such price or other consideration or reason and subject to such terms and conditions, usual or unusual, as are acceptable to Agent;
4. To execute and deliver all kinds of instruments to evidence the exercise by Agent of the powers herein granted to said Agent; and
5. To do and perform all and every act and thing whatsoever requisite and necessary to be done in the premises, as fully and to all intents and purposes as Appearer might or could do if personally present.

This Power of Attorney shall not terminate upon the disability, infirmity, incompetence, or incapacity of the Appearer, but rather it is the specific intention of Appearer to authorize and direct Agent to carry out the power and authority granted Agent hereunder in such event, notwithstanding such disability, infirmity, incompetence, or incapacity.

All acts done by Agent during any period of disability, infirmity, incompetence, or incapacity shall have the same effect and shall inure to the benefit of and shall bind the Appearer to the same full extent as if such disability, infirmity, incompetence, or incapacity had not occurred.

Appearer hereby ratifies and confirms, and promises at all times to ratify and confirm, all and whatsoever Agent shall lawfully do or cause to be done hereunder, including anything which shall be done between the expiration or revocation of this Power of Attorney and notice of such expiration or revocation reaching Agent, and Appearer does hereby declare that, as against Appearer and all persons claiming under Appearer, everything which Agent shall do or cause to be done in pursuance hereof after such expiration or revocation shall be valid and effectual in

favor of any person claiming the benefit thereof who before the doing thereof, shall not have had actual or constructive notice of such expiration or revocation.

This instrument is to be construed and governed under the laws of the State of Texas.

DONE AND PASSED in the County of Harris, State of Texas, in the presence of the two undersigned, competent witnesses and me, Notary, on the date first above written.

WITNESSES:

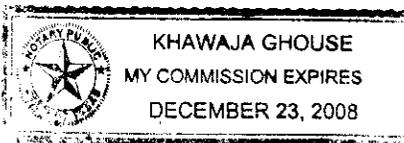
APPEARER:

Ryan E Cooper
Printed Name: Ryan E Cooper

Lindsey Michelle Williams
Lindsey Michelle Williams

Buyanaa Janyanbaatar
Printed Name: Buyanaa Janyanbaatar

AK



NOTARY PUBLIC
Printed Name: Khawaja Ghouse
Texas Bar Roll No.: _____

AK

aug/23/08

preparer
return to:

AK LINCOLN HODGES
ATTORNEY AT LAW
2294 Germantown Rd. S.
Germantown, TN 38138
(615) 754-6440