P 4/22/09 10:58:15
BK 131 PG 479
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

Prepared by, and after recording return to

Goeldner, Porter & McDowell
P.O. Box 1468
Southaven, MS 38671-1468
Tel. 662-342-7700
Fax 662-342-7707

Grantor:
Rosemary M. Goeldner
8705-B Northwest Drive
Suite 9
Southaven, MS 389671

Grantee:
Christian T. Goeldner
8705-B Northwest Drive
Suite 9
Southaven, MS 389671
Tel. 662-342-7700

GENERAL
POWER OF ATTORNEY
(Durable)

KNOW ALL MEN BY THESE PRESENT, THAT

I, **ROSEMARY M. GOELDNER** do hereby constitute and appoint **CHRISTIAN T. GOELDNER** my true, sufficient and lawful attorney-in-fact, for me and in my name, place and stead, to:

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(a) demand, sue for, collect, recover and receive all goods, claims, debts, moneys, interests, and demands of any kind now due or that may hereafter be due or belonging to me;

(b) make, execute, endorse, accept and deliver any and all bills of exchange, checks, drafts and notes, and to use the same and/or the proceeds thereof for whatsoever purpose that my said attorney-in-fact may see fit;

(c) pay all sums of money at any time or times that may hereafter be owing by me upon any bill of exchange, check, draft or note made, executed, endorsed, accepted and/or delivered by me, or for me, and in my name by my said attorney-in-fact;

(d) sell any and all shares of stock, bonds or other securities now or hereafter belonging to me, and to make, execute and deliver an assignment of any such shares of stock, bonds or other securities;

(e) defend, settle, adjust or compromise all actions, suits, accounts, claims and demands that now are or hereafter shall be pending between me and any person, firm or corporation, in such manner and in all respects as my attorney-in-fact shall think fit;

(f) hire accountants, attorneys at law, clerks, contractors, employees and others, and to remove them and appoint others in their place, and to pay and allow to the persons so employed such salaries, wages or other remuneration as my said attorney-in-fact shall think fit;

(g) bargain, grant, encumber, sell and convey all rights, title, interest, claims and demands I may have in and to any real estate held in my name or in which I may be entitled to any interest, for such price as he/she may think best, and for me, and in my name, to execute and deliver a deed or other or other instrument of conveyance, with or without the usual covenants, and further, to execute and deliver any instrument of any kind necessary or convenient to effectuate such sale or conveyance;

(h) sell any or all of my personal property he/she may deem advisable for such price as he/she may think best, and for me and in my name to execute and deliver any bill of sale, with or without the usual covenants, and further to execute and deliver any instrument of any kind necessary to effectuate the sale;

(i) generally do and perform any and all acts, without in any way limiting the foregoing, to all intents and purposes as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that said attorney-in-fact, as my substitute, shall lawfully do or cause to be done by virtue hereof.

(j) RMS..... **This Power of Attorney shall not be affected by my subsequent disability or incapacity, or lapse of time.**

..... **This Power of Attorney shall become effective upon my disability or incapacity.**

IN WITNESS WHEREOF, I have set my hand and seal this the ...21st... day of ...April..., 2009.

Rosemary M. Goeldner

ROSEMARY M. GOELDNER

STATE OF MISSISSIPPI
COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said county and state, within my jurisdiction, the within named Rosemary M. Goeldner, who executed the above instrument for the purposes therein stated.

This the ...21..... day of ...April....., 2009.

Carolyn M. Coon

NOTARY PUBLIC

NOTARY PUBLIC CAROLYN M. COOKE STATE OF MS COUNTY

(S E A L)

My commission expires:

MISSISSIPPI STATEWIDE NOTARY PUBLIC
MY COMMISSION EXPIRES SEPT 2, 2009
BONDED THRU STEGALL NOTARY SERVICE