

✶ Prepared by and Return to: Law Offices of Shannon H. Williams, P.C. * MBN#100412 * 5960 Getwell Rd. Ste. 212-B *
Southaven, MS 38672 * (662)895-9000 * (662)895-6000 (fax) * RE09-305

Grantors Address:

P.O. BOX 166
SOUTHAVEN, MS 38671
Phone: 662-893-1500
Phone: N/A

Grantees Address:

P.O. BOX 166
SOUTHAVEN, MS 38671
Phone: 662-893-1500
Phone: N/A

CORPORATE RESOLUTION APPOINTING SPECIAL POWER OF ATTORNEY

The undersigned, being President of JOHNNY COLEMAN BUILDERS, INC., a Mississippi Corporation, ("Company"), hereby adopt and authorize the following resolutions and actions by unanimous consent, without the necessity of a meeting:

BE IT RESOLVED, that the By-Laws of the Corporation are hereby amended as set forth in the document entitled "By-Laws of JOHNNY COLEMAN BUILDERS, INC., a Mississippi Corporation" executed by the undersigned, effective this date, and included in the Corporation Record Book.

BE IT FURTHER RESOLVED; that HALEY CARLSON is hereby given Special Power of Attorney and to act as Attorney in Fact and as such is authorized as to execute the necessary Contracts and closing documents on behalf of the Company as may from time to time be necessary for the sale of Real Property owned by the Company. To do all things necessary to close on the sale of property, with authority for the corporation and in its name to execute any and all documents necessary to effect the sale, conveyance and settlement of property to the

person(s) named in the pending contract thereon, including but not limited to Contracts, deeds, releases, warranties, affidavits, settlement statements, disclosure statements, truth-in-lending statements, all forms of commercial papers, or the like, and any such other instrument or instruments in writing of whatever kind, character and nature as may be necessary to complete the sale, and the settlement process. FURTHER GRANTING authority to collect and receive any funds or proceeds of said sale in any manner which, in her sole discretion, she sees fit. HALEY CARLSON shall be authorized to execute said closing documents after first forwarding a Final Settlement Statement to Johnny Coleman, for his approval. Each and every File shall be noted as to whether his approval was given via a signed HUD returned by facsimile or by verbal approval. This authority shall not include the power to sign checks nor the power to incur any financial liability on behalf of the corporation.

All acts done by means of this power shall be done in her name, and all instruments and documents executed by said Attorney hereunder shall contain her name, as it shall not be necessary to use the designation "Attorney in Fact" pursuant to this corporate resolution. However, a copy of this Corporate Resolution shall be included in each and every file wherein such authority is used.

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 and shall supersede any prior Special Power of Attorney.

The undersigned, constituting president of JOHNNY COLEMAN BUILDERS, INC., a Mississippi Corporation, hereby execute this Unanimous Consent to Action effective as of the 1st day of July, 2009, and hereby waive any and all requirements by statute or otherwise as to the necessity of a formal meeting or notice thereof to the undersigned.

DATED this the 1st day of July, 2009.

JOHNNY COLEMAN BUILDERS, INC.,
a Mississippi Corporation



Johnny Coleman, President

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for the said County and State, the within my jurisdiction, the within named JOHNNY COLEMAN, who acknowledged that he is President of JOHNNY COLEMAN BUILDERS, INC., 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 1st day of July, 2009.



NOTARY PUBLIC

My Commission Expires:
7-29-11

