

receipt for the purchase price of property received in exchange, and in my name to sign any transfers or assignments that may be necessary to make the transfer or exchange, and to deliver the same, together with the stock or securities sold or exchanged, to the transferee, or his agent, to exercise any options or stock rights to every nature and kind which may arise out of my ownership of stocks and other securities; and, to represent me as a stockholder in any corporation in which I own stock, to vote at all stockholders' meetings and to exercise all rights and powers I possess as a shareholder of said corporations; to demand, receive and receipt for any and all sums of money or other property that I may be entitled to as a stockholder of such corporations and to institute, intervene, prosecute, settle and compromise such suit or suits in any and all courts that my said attorney-in-fact may deem necessary and employ attorneys and counsel therefor.

(6) In general to do all acts, deeds, matters and things whatsoever in or about my estate, property and affairs, as fully and effectually to all intents and purposes as I could do in my own proper person if personally present.

(7) This Power of Attorney shall not be affected by physical disability or mental incompetence of MARY SPRUNT McBEE, principal herein, which renders the principal incapable of managing her own estate.

(8) In the event ELEANOR W. BRIGHAM dies or becomes mentally or physically unable to serve as my attorney-in-fact, I hereby constitute my son, WILLIAM deBOHUN McBEE, my true and lawful attorney in the place and stead of ELEANOR W. BRIGHAM with all the powers granted unto her and with the specific power that this Power of Attorney shall survive my physical or mental incompetence as provided for in Paragraph 7 herein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

4<sup>th</sup> day of MAY, 1978.

Mary Sprunt McBEE  
MARY SPRUNT McBEE

Signed, Sealed, Published and Declared by Mary Sprunt McBee as and for the granting of her Power of Attorney in the presence of us, who in the presence of said principal, Mary Sprunt McBee, and at her request, and in the presence of each other, have hereunto set our names as attesting witnesses.

WITNESSES:

Mary R. Compton  
Elizabeth H. Alvarado  
Shawn B. Smith

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