This Instrument Prepared By:*
Martha Child, Atty.
4220 Nolensville Road
Nashville, TN. 37211
(615) 834-4300

*from information furnished by the parties

POWER OF ATTORNEY

Davidson County POA
Recvd: 03/11/04 10:36 3pgs
Fees:17.00 Taxes:0.00
20040311-0028033

KNOW ALL MEN BY THESE PRESENTS:

That I, **WILLIAM D. VANSCOY,** of 1701 Stewart Place, City of City of Nashville, County of Davidson, State of Tennessee, 37203, a citizen of the United States, have made, constituted and appointed, and by these presents do make, constitute and appoint **ANDRA BURTON POPE,** of 8766 Rocky Fork Road, City of Symrna, County of Rutherford, State of Tennessee, 37167, my true lawful attorney, for me and in my name, place and stead to do, sign or perform in my name, place and stead any act, deed, matter or thing whatsoever that ought to be done, signed or performed, or that, in the opinion of the attorney in fact, ought to be done, signed or performed in and about the premises, of every nature and kind whatsoever, to all intents and purposes whatsoever, as fully and effectually as I could do if personally present and acting. The enumeration of specific powers hereunder shall not in any way limit the general powers conferred herein;

1. Ask, demand, sue for, collect and receive all sums of money, dividends, interest, payments on account of debts and legacies and all property now due or which may hereafter become due and owing to me, and give good and valid receipts and discharges for such payments;

2. To sell, assign and transfer stocks and bonds and securities standing in my name or belonging to me; to buy and sell securities of all kinds in my name and for my account and at such prices as shall seem good to him;

3. To sign, execute, acknowledge and deliver in my name

all transfers and assignments of securities;

4. To borrow money and to pledge securities for such loans if in the judgment of my attorney such action should be necessary;

5. To consent in my name to reorganizations and mergers, and to the exchange of securities for new securities;

6. To manage real property, to sell, convey and mortgage realty, to foreclose mortgages and to take title to property in my name if he thinks proper, and to execute, acknowledge and deliver deeds of real property, mortgages, releases, satisfactions and other instruments relating to realty which he considers necessary;

7. To place and effect insurance;

8. To do business with banks, and particularly to endorse all checks and drafts made payable to my order and collect the proceeds;

9. To sign in my name, checks on all accounts standing in my name, and to withdraw funds from said accounts, to open accounts in my name or in his name as my attorney-in-fact;

10. To make such payments and expenditures as may be necessary in connection with any of the foregoing matters or with the administration of my affairs;

11. To retain counsel and attorneys on my behalf, to appear for me in all actions and proceedings to which I may be a party in the Courts of Tennessee or any other state in the United States, or in the United States Courts, to commence actions and proceedings in my name if necessary, to sign and verify in my name all Complaints, Petitions, Answers and other Pleadings of every description;

12. To make and verify income tax returns, and to represent me in all income tax matters before any office of the Internal Revenue Service, within the limitations of the applicable Revenue Rulings and Procedures;

13. Request, receive and review any information, verbal or

written, regarding my personal affairs or my physical or mental health, including legal, medical and hospital records, execute any releases or other documents that may be required in order to obtain such information, and disclose such information to such persons, organizations, firms or corporations as my attorney in fact shall deem appropriate; and

14. To secure all my personal property and marital property and to take possession of the same. To take possession of my apartment and to transact business with my landlord.

Hereby giving and granting to my said attorney full power and authority to do and perform all and every act and thing whatsoever necessary to be done in the premises, as fully 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 my said attorney and may do pursuant to this power.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of Dec., 2003, at Nashville, Tennessee.

William D. VanScoy

William D. VanScoy

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public, in and for said County and State, the within named **WILLIAM D. VANSCOY,** the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained. Witness my hand and official seal at Nashville, Tennessee, on this the 29 day of December, 2003.

Notary Public

My Commission Expires: 11-27-04