

Prepared by and return to:

The Law Office of Caroline Knox, PLLC
16 Towne Place Drive, Suite 100
Hendersonville, NC 28792

STATE OF NORTH CAROLINA

GENERAL POWER OF ATTORNEY

COUNTY OF MADISON

I, **Charles Robert Tolley**, a resident of said County and State, have made, constituted, and appointed and by these presents do make, constitute, and appoint, **Sandra Landers Tolley** or such person or corporation as she shall designate in writing, as my true and lawful Attorney-in-Fact, to act for me and in my name, place, and stead for the purposes set out in this document. This General Power of Attorney is signed pursuant to North Carolina General Statutes Chapter 32C, Article 2, and shall be effective upon recording at the Register of Deeds in the county where I reside at the time.

I SPECIFICALLY REVOKE ALL GENERAL POWERS OF ATTORNEY EXECUTED BY ME PRIOR TO THE DATE OF THIS DOCUMENT, INCLUDING THAT GENERAL POWER OF ATTORNEY RECORDED IN BOOK 475 AT PAGE 748, MADISON COUNTY REGISTRY, EXCEPT FOR ANY HEALTH CARE POWER OF ATTORNEY. This General Power of Attorney may be revoked by me in accordance with North Carolina General Statutes Chapter 32C-1-110(g).

In the event I have a Health Care Power of Attorney that is in effect at any time while this General Power of Attorney is effective, my General Attorney-in-Fact is directed to coordinate with my Health Care Agent with respect to all of the matters contained in said Health Care Power of Attorney, and to execute contracts and provide funds necessary for the accomplishment of all of the purposes set forth in said Health Care Power of Attorney. No powers granted in this General Power of Attorney shall be deemed to supersede or take precedence over those granted to my Health Care Agent, and in the event of any conflict between the two as to matters set forth in said Health Care Power of Attorney, the decision of my Health Care Agent shall be binding.

- A. **POWERS AND DUTIES:** I give and grant unto my General Attorney-in-Fact full power and authority generally to manage and attend to all of my affairs, interests, and property, of every kind and description, real, personal, or mixed, and wherever located. The specific powers of my General Attorney-in-Fact as set out in this document are not meant to be exclusive or as a limitation on the generality of such power, authority, and discretion to perform any and all acts of whatever kind necessary to be done in managing and attending to all of my affairs, interests, and property, and for my upkeep, care and maintenance, as aforesaid, in the same manner and to the same extent as I myself might or could do if I were personally present. The said specific powers are as follows:

Submitted electronically by "The Law Office of Caroline Knox, PLLC"
in compliance with North Carolina statutes governing recordable documents
and the terms of the submitter agreement with the Madison County Register of Deeds.

1. Collection of Assets: To ask, demand, sue for, recover, collect, and receive all sums of money, debts due, accounts, devises, bequests, securities, commodity interests, dividends, interests, annuities, and demands whatsoever as are now, or shall become, due, owing, payable or belonging to me, particularly any sums which are now due or may become due from the Government of the United States or any branch thereof, and to use and take all lawful ways and means in my name or otherwise for the recovery thereof, by attachments, arrests, distress, or otherwise and to compromise and agree for the same and to give acquittances or other sufficient discharges for the same. To maintain or secure, and make claim for, execute proofs of claim, and otherwise take all steps necessary to collect any insurance to which I am entitled, particularly any life, health, accident, disability, hospital, or liability insurance, and in connection therewith to give receipts and, where deemed proper, to give releases and other acquittances.
2. Debts: To pay my just and legitimate obligations of whatever kind, and to incur such obligations as my General Attorney-in-Fact deems proper.
3. Banking: To maintain anywhere, in the discretion of my General Attorney-in-Fact, bank accounts and safe deposit boxes for me, to have full access to such accounts and safe deposit boxes, and also to have access to any bank account or safe deposit box that I may have established or rented or may establish or rent, wherever the same may be located, to make deposits and withdrawals and to place property in and remove property therefrom. To make, receive, sign, execute, endorse, acknowledge, deliver, and possess checks, drafts, bills of exchange, letters of credit, notes, withdrawal and deposit instruments relating to accounts, or deposits in, or certificates of deposit or money market instruments of, banks, savings and loan or other institutions or associations, credit unions, or any other financial institution. This paragraph shall be in full effect for the complete protection of any bank affected until it shall have received written notice that this Power of Attorney has been revoked as provided in Chapter 32C-1-110(g).
4. Management of Assets: To take possession of, maintain, manage, acquire, retain, repair, improve, insure, lease, purchase, convey, option, exchange, and sell any property or interest in property of every kind and description, real, personal, or mixed, and wherever located, owned by me, including any shares of stock in any corporate Attorney-in-Fact or in the bank holding company of which any corporate Attorney-in-Fact is a subsidiary, or in any successor corporation to any corporate Attorney-in-Fact or such holding company, and in such a manner and for such a price and upon such terms as my General Attorney-in-Fact deems fit and proper, and to receive such money or other property as may be due thereby; without limiting the generality of the foregoing, to sell, assign, and endorse, transfer upon the books of any corporation, and receive payment for any security or registered bond standing in my name, or any unregistered bond owned by me. In order to carry out the foregoing, my General Attorney-in-Fact is authorized to endorse, sign or assign in my name said stock certificates or bonds or other instruments in connection therewith and to execute in my name deeds, leases, deeds of trust and other instruments conveying or encumbering real or personal property. To receive and to endorse any commercial paper, to adjust and settle any note, mortgage, deed of trust, or other obligation due me or owed by me, to credit payment of or cancel any note, mortgage, deed of trust, or other obligation to me upon proper payment being made, whether in full or by way of compromise or settlement, and to create and/or manage any brokerage account in my name. To conduct, engage in, and otherwise in any manner transact any and all lawful business of mine, of whatever nature and kind. My General Attorney-in-Fact shall be authorized in all events to retain any property owned by me without regard to any requirement of diversification otherwise imposed by law or government regulation, and shall not be liable for any loss or decrease in the value of any such property while retained by my General Attorney-in-Fact.
5. Investment of Assets: To invest and reinvest without restriction any of my money or other property of whatever kind coming into the possession of my General Attorney-in-Fact, whether

income or principal, in such a manner as may be deemed fit and proper in the discretion of my General Attorney-in-Fact.

6. Loans: To borrow money in my behalf and in my name if my General Attorney-in-Fact deems the same to be advisable, to give notes or other evidence of debt therefore at such rate or rates of interest as shall be deemed advisable, to pledge, mortgage, or otherwise encumber as security therefore any of my property of any kind, real, personal, or mixed, and to trade securities on margin, all in the discretion of my General Attorney-in-Fact.

7. Taxes: To make and file, either in person or in writing or both, all tax returns of whatever kind required of me, including federal, state, county, municipal and foreign tax returns, and to sign and acknowledge upon oath any and all such tax returns and unemployment insurance and social security returns and other filings, and, generally, to represent me personally or through attorneys with respect to any matter before the Internal Revenue Service, the North Carolina Department of Revenue, any other taxing authority, or any court relative to taxes owed, allegedly owed, or paid by me or on my behalf, and to pay, compromise, contest, or apply for refunds with respect to all such taxes.

8. Agents: To delegate duties and discretion to any person, firm or corporation, and to retain and pay for the services of any advisors, such as, but not limited to, attorneys at law, accountants, or investment counselors.

9. Execution of Documents: To execute any and all deeds or other instruments or papers of whatever kind that may be useful or necessary to carry out any of the powers and authority granted in any portion of this Power of Attorney.

10. After-Acquired Property: The powers granted in this document shall be deemed continuing and shall relate as fully to any property which I may acquire as to any property which I may now own, and the powers conferred may be exercised repeatedly.

11. Statutory Powers: In addition to (and not in substitution of) the preceding powers, I give and grant to my General Attorney-in-Fact all those powers set forth in North Carolina General Statutes §32C Article 2, which powers are incorporated by reference thereto the same as if said powers were set forth in this document verbatim.

12. Management of Jointly-Held Property: Notwithstanding anything in this instrument to the contrary, the following directions shall govern the actions of my General Attorney-in-Fact concerning any and all property held by me together with any other person, whether as joint tenants with rights of survivorship, as tenants in common, as tenants by the entirety, or in any other similar arrangement: (a) take possession of and handle such property only with the written consent and agreement of the other owner or owners, or (b) to the extent that the other owner or owners fail or refuse to give their written consent and agreement, my General Attorney-in-Fact shall take no action concerning the same.

13. Gifts: To make gifts of my real or personal property or my interest in such property to my spouse, children or grandchildren, not necessarily equally, even if one of said individuals is acting as my attorney-in-fact. These gifts may be made for purposes of facilitating my eligibility for governmental benefits or assistance, to reduce overall estate or income taxes, or to reduce the effect of Medicaid estate recovery. Any such gifts shall be made upon the written advice of an attorney with knowledge and experience regarding these matters. These gifts may be made in such manner as my attorney-in-fact deems appropriate, including outright gifts, gifts in trust, forgiveness of indebtedness, gifts to a custodian under a uniform transfers to minors act, and the creation of or change to rights of survivorship. In the event that I ever become a permanent resident of a long-term care facility (nursing home), I specifically give my attorney-in-fact the right to gift, and to effect the transfer of, my interest in my residence to my spouse. If one of my children is acting as my attorney-in-fact, any gifts made by my attorney-in-fact to herself in any one year period shall be no greater than the gifts to her then living siblings during the same period; provided, however,

that an unequal gift may be made to any child who qualifies for an exempt transfer under the Medicaid rules in effect at the time the transfer is made.

14. IRA and Employee Benefit Plans: My General Attorney-in-Fact shall have the power to establish one or more "individual retirement accounts" or other retirement plans or arrangements in my name. In connection with any pension, profit sharing or stock bonus plan, individual retirement arrangement, Roth IRA, § 403 (b) annuity or account, § 457 plan, or any other retirement plan, arrangement or annuity in which I am a participant or of which I am a beneficiary (whether established by my General Attorney-in-Fact or otherwise) (each of which is hereinafter referred to as "such Plan"), my General Attorney-in-Fact shall have the following powers, in addition to all other applicable powers granted by this instrument:

a. To make contributions (including "rollover" contributions) or cause contributions to be made to such Plan with my funds or otherwise on my behalf.

b. To receive and endorse checks or other distributions to me from such Plan, or to arrange for the direct deposit of the same in any account in my name or in the name of any Revocable Living Trust of which I am Grantor, as amended at any time.

c. To elect a form of payment of benefits from such Plan, to withdraw benefits from such Plan, to make contributions to such Plan and to make, exercise, waive or consent to any and all elections and/or options that I may have regarding the contributions to, investments or administration, of, or distribution or form of benefits under, such Plan.

d. To designate one or more beneficiaries or contingent beneficiaries for any benefits payable under such Plan on account of my death, and to change any such prior designation of beneficiary made by me or by my General Attorney-in-Fact; provided, however, that my General Attorney-in-Fact shall have no power to designate my General Attorney-in-Fact directly or indirectly as a beneficiary or contingent beneficiary to receive a greater share or proportion of any such benefits than my General Attorney-in-Fact would have otherwise received unless such a change is consented to by all other beneficiaries who would have received the benefits but for the proposed change. This limitation shall not apply to any designation of my General Attorney-in-Fact as beneficiary in a fiduciary capacity, with no beneficial interest.

15. Insurance Policies: My General Attorney-in-Fact shall have the power to establish one or more insurance policies in my name. In connection with any such policy in which I am an owner or of which I am a beneficiary (whether established by my General Attorney-in-Fact or otherwise) (each of which is hereinafter referred to as "such Policy"), my General Attorney-in-Fact shall have the following powers, in addition to all other applicable powers granted by this instrument:

a. To make purchase such Policy with my funds or otherwise on my behalf.

b. To receive and endorse checks or other distributions to me from such Policy, or to arrange for the direct deposit of the same in any account in my name or in the name of any Revocable Living Trust of which I am Grantor, as amended at any time.

c. To elect a form of payment of benefits from such Policy, to withdraw benefits from such Policy, to make contributions to such Policy and to make, exercise, waive or consent to any and all elections and/or options that I may have regarding the contributions to, investments or administration, of, or distribution or form of benefits under such Policy.

d. To designate one or more beneficiaries or contingent beneficiaries for any benefits payable under such Policy on account of my death, and to change any such prior designation of beneficiary made by me or by my General Attorney-in-Fact; provided, however, that my General Attorney-in-Fact shall have no power to designate my General Attorney-in-Fact directly or indirectly as a beneficiary or contingent beneficiary to receive a greater share or proportion of any such benefits than my General Attorney-in-Fact would have otherwise received unless such a change is consented to by all other beneficiaries who would have received the benefits but for the proposed change. This limitation shall not apply to any designation of my General Attorney-in-

Fact as beneficiary in a fiduciary capacity, with no beneficial interest.

16. Disclaim Property: My General Attorney-in-Fact may renounce and disclaim any property or interest in property to which I may become entitled, whether by gift, testate or intestate succession. My General Attorney-in-Fact may also release or abandon any property or interest in property which I may now or hereafter own. In exercising such discretion, my General Attorney-in-Fact may take into account such matters as any reduction in estate or inheritance taxes on my estate, and the effect of such renunciation or disclaimer upon persons interested in my estate and persons who would receive the renounced or disclaimed property. My General Attorney-in-Fact shall make no disclaimer that is expressly prohibited by other provisions of this document.

17. Trusts. To create, fund, amend, and terminate trusts solely for my benefit, to transfer to the trustee of any trust agreement created by me as to which trust I am, during my lifetime a primary income and principal beneficiary, any or all of my cash, property, or interest in property, including any rights to receive income from any source, and to withdraw and/or receive the income or corpus of any trust over which I may have a right of receipt or withdrawal. In the event of my subsequent incapacity or mental incompetence, my attorney-in-fact shall have the power to terminate or to direct the administration of any custodial trust of which I am the beneficiary. My attorney-in-fact shall also have the power to determine whether I am incapacitated or whether my incapacity has ceased for the purposes of any custodial trust of which I am the beneficiary.

18. Elections. To renounce and disclaim any property or interest in property or powers to which for any reason and by any means I may become entitled, to release or abandon any property or interest in property or powers which I may now or hereafter own, including any interest in or rights over trusts, and to exercise any right to claim an elective share or to make any other statutory election in any estate or under any will.

19. Public Benefits. To apply for, obtain and maintain my eligibility for public benefits, government programs and insurance benefits on my behalf. These benefits and programs shall include, but not be limited to, Civil Service benefits, Military Service benefits, Social Security, Social Security Disability Income, Supplemental Security Income, Medicare, or Medicaid.

B. PERSONAL MAINTENANCE AND CARE: My General Attorney-in-Fact may pay over to me or expend for my benefit income or principal to provide for my maintenance support, comfort, health, and welfare at the direction of my Health Care Agent; and may pay income and principal to, or may expend the same for the benefit of my spouse or any dependents of mine, in order to make similar provision for my spouse or any such dependent and at the direction of my Health Care Agent, (1) may make contracts with respect to my care and upkeep, including the employment of nurses, physicians or any other person whose services are needed for my care and upkeep, and with respect to my care and treatment at any hospital, nursing home or institution whose services are needed for my proper care, maintenance and treatment, and (2) may purchase medicine, clothes, food and other supplies for my benefit; and, may allow members of my family to use my household furniture and furnishings and my other tangible personal property, or may store the same or may sell and dispose of the same; and may make contracts on my behalf with respect to any property owned by me; and may make or continue on my behalf any payments incidental to my membership in, or affiliation with, any church, club, society, order, or other organization.

C. RECORD KEEPING: During my lifetime, my General Attorney-in-Fact shall not be required to make or file any inventories, appraisals, accounts, or reports to any court, or to give bond, but accounts shall be rendered to me annually. If I shall become incompetent or incapacitated, my General Attorney-in-Fact shall maintain annual accounts of all transactions of my General Attorney-in-Fact. At my death, an inventory and copies of all such annual accounts shall be delivered to the personal representative of my estate along with the property then held by my General Attorney-in-Fact pursuant to this Power of Attorney. My General Attorney-in-Fact shall not be responsible for any property of mine not covered in such inventory, but shall exercise

- reasonable care to ascertain and deliver all of such property then held by my General Attorney-in-Fact.
- D. RATIFICATION OF ACTS: I ratify and confirm all that my General Attorney-in-Fact, in such capacity, shall lawfully do or cause to be done pursuant to this document, it being my intent and purpose to confer upon my General Attorney-in-Fact the broadest possible powers to be used and exercised in the discretion of my General Attorney-in-Fact for my use and benefit.
- E. RELEASE OF THIRD PARTIES: Any persons, firms, corporations, or agencies, governmental or otherwise, dealing in good faith with my General Attorney-in-Fact shall be protected to the full extent of the powers conferred upon my General Attorney-in-Fact, and no person so dealing with my General Attorney-in-Fact shall be under any obligation whatever to look to the disposition of money or property paid or transferred to my General Attorney-in-Fact nor be liable for the misapplication of any such money or other property so paid or transferred.
- F. COMPENSATION OF ATTORNEY-IN-FACT: In lieu of the provisions regarding commissions which are set forth in North Carolina General Statutes 32C-1-112, any bank or other corporation, or any licensed attorney, serving as my General Attorney-in-Fact pursuant to this document shall be entitled to compensation for services according to its regularly adopted schedule of compensation in effect and applicable at the time of the performance of such services, without the need of having the same fixed by the Clerk of Superior Court. Any other individual General Attorney-in-Fact serving pursuant to this document, as compensation for his or her services, shall determine his or her commission annually as set forth in North Carolina General Statutes 32C-1-112. However, if the commission for an individual General Attorney-in-Fact does not exceed five percent (5%) of receipts and expenditures made in accordance with law in a given year, then such fiduciary need not obtain approval of such fee from the Clerk of Superior Court. If the commission for an individual General Attorney-in-Fact does exceed five percent (5%) of receipts and expenditures made in accordance with law in a given year, then such fiduciary must obtain approval of such fee from the Clerk of Superior Court.
- G. NOMINATION OF GUARDIAN: In the event protective proceedings for my person or estate shall be commenced at any time, I nominate my General Attorney-in-Fact then serving under this Power of Attorney to be appointed by the court holding such proceeding as my conservator, guardian of my estate, or other such court-appointed person by whatever title designated. If at any time after the appointment of such person a successor shall be required for any reason whatever, I nominate as such successor the person(s) designated in Paragraph H., following, in the order in which they appear therein.
- H. SUCCESSOR ATTORNEY-IN-FACT: In the event neither **Sandra Landers Tolley** nor her designee(s) shall serve or continue to serve pursuant to this document, then I appoint as my "General Attorney-in-Fact" the following, to serve consecutively in the order named: First, **Elizabeth Tolley Ayers** and Second, **Caroline Tolley Davis** or such person or corporation as she shall designate in writing. I grant to each substitute or successor serving pursuant to this document all of the powers and authority contained herein.
- I. ASSERTING MY INTENT TO RETURN HOME: If I ever enter a nursing home or other care facility, it is my intent to return to any home that I own or which I have an interest. This should not limit the ability of my attorney-in-fact to exercise the full powers listed in this document and I understand that there may be some circumstances where it may be best for my attorney-in-fact to sell my home. I hereby authorize my attorney-in-fact to execute a "Statement of Intent to Return Home" in connection with any Medicaid application or recertification that may need to be filed on my behalf.

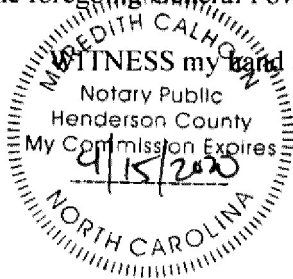
IN WITNESS WHEREOF, I have executed the foregoing General Power of Attorney.

Date: October 23, 2019

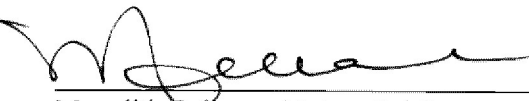
 (SEAL)
Charles Robert Tolley

STATE OF NORTH CAROLINA
COUNTY OF HENDERSON

I, Meredith Calhoun, a Notary Public for said County and State, do hereby certify that **Charles Robert Tolley** personally appeared before me this day and acknowledged the voluntary and due execution of the foregoing General Power of Attorney for the purposes therein expressed.



WITNESS my hand and Notarial seal, October 23, 2019.


Meredith Calhoun, Notary Public
My commission expires: April 15, 2020