

whatsoever kind and nature as may be necessary, convenient or proper in the premises;

5. To deposit and withdraw for the purposes hereof, in my attorney's name, or my name, or jointly in both of our names, in or from any savings and loan association or banking institution, any funds, negotiable paper, or moneys which may come into the hands of my attorney as such or which I now or hereafter may have on deposit or be entitled to;

6. To institute, prosecute, defend, compromise, arbitrate, and dispose of legal, equitable or administrative hearings, actions, suits, attachments, arrests, distresses, or other proceedings, or otherwise engage in litigation in connection with the premises;

7. To act as my attorney or proxy in respect to any stock, shares, bonds, or other investments, rights or interests I may now or hereafter hold;

8. To engage or dismiss agents, counsel, and employees, and to appoint and remove at pleasure any substitute for, or agent of my said attorney, in respect to all or any of the matters or things herein mentioned, and upon such terms as my said attorney shall think fit;

9. To endorse, receive and collect the proceeds of checks payable to the undersigned drawn on the Treasurer of the United States;

10. To prepare, execute and file United States income tax returns and other tax returns and other governmental reports, applications, requests and documents;

GIVING AND GRANTING unto my said attorney and the substitutes designated by my said attorney, full power and authority to do and perform all and every act, deed, matter and thing whatsoever in and about my estate, property and affairs, as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present, the above specially enumerated powers being in aid and exemplification of the full, complete, and general power granted herein, and not in limitation or definition thereof; and hereby ratifying all that my said attorney, or the substitutes designated by my said attorney, shall lawfully do or cause to be done by virtue of these presents.

*James M. Payne*

