SLEY

STATE OF SOUTH CAROLINA COUNTY OF GREENVILLE

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that as principal (the "Principal") I, Catherine A. Baker, a resident of Greenville County, South Carolina, the state and county aforesaid, have made, constituted and appointed and by these presents do make, constitute and appoint my brother, Clyde Arnold, of 1720 Olive Avenue, El Centro, California, my true and lawful attorney ("Attorney") for the purposes hereinafter set forth.

Subject to the limitations set forth in this paragraph, I have also made, constituted and appointed and by these presents do make, constitute and appoint as my true and lawful attorney, Shirley Kramer Arnold, of 1720 Olive Avenue, El Centro, California, for the purposes hereinafter set forth. So long as the limitations described below shall apply to Shirley Kramer Arnold, she to whom such limitations apply shall be referred to herein as my "Standby Attorney." The term "Attorney" as used herein shall apply to any "Standby Attorney" at such time as the limitations described below no longer apply.

- (a) My "Standby Attorney" shall have no authority to act under the terms of this Power so long as Clyde Arnold, listed above, is empowered and authorized to act as my Attorney.
- (b) The limitations upon the authority to act of a Standby Attorney shall not apply if such "Standby Attorney" has executed and delivered an affidavit setting forth that the limitations described above upon such Standby Attorney's authority to act do not then apply. Upon the execution and delivery of such an affidavit by a "Standby Attorney," such "Standby Attorney" shall be authorized to act as Attorney and no person acting in reliance upon such affidavit shall incur liability to me or to my estate.
- (c) A "Standby Attorney" is subject to removal as provided in Article II, paragraph D, hereof.

ARTICLE I

Empowerment of Attorney

Attorney is authorized in Attorney's absolute discretion from time to time and at any time with respect to my property, real or personal, at any time

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