

in writing for whatever kind and nature as may be necessary, convenient, or proper in the premises;

4. To invest and reinvest all or any part of my property in any property and undivided interests in property, wherever located;

5. To continue and operate any business owned by me and to do any and all things deemed needful or appropriate by Attorney for such time as Attorney shall deem advisable, without liability for loss resulting from the continuance or operation of the business except for Attorney's own negligence; and to close out, liquidate, or sell the business at such time and upon such terms as Attorney shall deem best;

6. To transfer all of my stock and/or securities to my Attorney, as agent (with the beneficial ownership thereof remaining in me) if necessary or convenient in order to exercise the powers with respect to such stock and/or securities granted herein;

7. To refrain from voting or to vote shares of stock owned by me at shareholders' meetings in person or by proxy;

8. To institute, prosecute, defend, abandon, compromise, arbitrate, and dispose of legal, equitable, or administrative hearings, actions, suits, attachments, arrests, distresses or other proceedings, or otherwise engage in litigation involving me, my property or any interest of mine;

9. To deal with Attorney in Attorney's individual, or any fiduciary capacity, in buying and selling assets, in lending and borrowing money, and in all other transactions, irrespective of the occupancy by the same person of dual positions;

10. To insure my property against damage or loss and Attorney against liability with respect to third persons;

C. 1. In general, and in addition to all the specific acts in this section enumerated, to do any other act or acts, which I can do through an agent, for the welfare of my spouse, children and/or dependents or for the preservation and maintenance of my other personal relationships to parents, relatives, friends and organizations.

2. To do all acts necessary for maintaining the customary standard of living of my spouse, children, and/or dependents of mine;

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*Feb 2 1977*

*11/14/76*

