

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, WALTER HARRIS, have made, constituted and appointed and by these presents do make, constitute and appoint AUDREY KELLISON my true and lawful attorney, for me and in my name, place and stead and for my use and benefit,

(1) To lease, let, grant, bargain, sell, contract to sell, convey, exchange, remise, release and dispose of, any real or personal property of which I am now or hereafter may be possessed or in which I may have any right, title or interest, including rights of homestead, and to purchase and buy real or personal property for any price or sum and upon such terms and conditions as to my said attorney may seem proper;

(2) To take possession of, manage, maintain, operate, repair and improve any and all real or personal property now or hereafter belonging to me, to pay the expense thereof, to insure and keep the same insured and to pay any and all taxes, charges and assessments that may be levied or imposed upon any thereof;

(3) To buy, sell and generally deal in and with goods, wares and merchandise of every name, nature and description and to hypothecate, pledge and encumber the same;

(4) To buy, sell, assign, transfer and deliver all or any shares of stock in my name in any corporation for any price and upon such terms as to my said attorney may seem right and proper and to receive and make payment therefor;

(5) To borrow any sums of money on such terms and at such rate of interest as to my said attorney may seem proper and to give security for the repayment of the same;

(6) To ask for, demand, recover, collect and receive all moneys, debts, rents, dues, accounts, legacies, bequests, interests, dividends and claims whatsoever which are now or which hereafter may become due, owing and payable or belonging to me and to have, use and take all lawful ways and means in my name for the recovery of any thereof by attachments, levies or otherwise;

(7) To prepare, execute and file any proof of debt and other instruments in any court and to take any proceedings under the Bankruptcy Act in connection with any sum of money or demand due or payable to me and in any such proceedings to vote in my name for the election of any trustee or trustees and to demand, receive and accept any dividend or distribution whatsoever;

(8) To adjust, settle, compromise or submit to arbitration any account, debt, claim, demand or dispute as well as matters which are now subsisting or hereafter may arise between me or my said attorney and any other person or persons;

(9) To sell, discount, endorse, negotiate and deliver any check, draft, order, bill of exchange, promissory note or other negotiable paper payable to me, and to collect, receive and apply the proceeds thereof for my use for any of the purposes aforesaid; to pay to or deposit the same or any other sum of money coming into the hands of my attorney in checking and in savings accounts in my name with any bank or banker of my attorney's selection and to draw out moneys deposited to my

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credit with any bank, including deposits in savings accounts, and to apply the same for any of the purposes of my business as my said attorney may deem expedient; to purchase and sell certificates of deposit; to appoint any bank or trust company as escrow agent; generally to conduct any and all banking transactions on my behalf.

(10) To make, execute and deliver any and all manner of contracts with reference to minerals, oil, gas, oil and gas rights, rents and royalties, including agreements facilitating exploration for and discovery of oil, minerals and deposits;

(11) To commence and prosecute and to defend against, answer and oppose all actions, suits and proceedings touching any of the matters aforesaid or any other matters in which I am or hereafter may be interested or concerned;

(12) To vote any stock in my name as proxy;

(13) To have access to any safety deposit box which has been or may be rented in my name or in the name of myself and any other person or persons;

(14) In connection with any of the powers herein granted, to sign, make, execute, acknowledge and deliver in my name any and all deeds, contracts, bills of sale, leases, promissory notes, drafts, acceptances, evidences of debt, obligations, mortgages, pledges, satisfactions, releases, acquittances, receipts, bonds, writs and any and all other instruments whatsoever, with such general or special agreements and covenants, including those of warranty, as to my said attorney may seem right, proper and expedient;

(15) To employ, pay and discharge clerks, workmen, brokers and others, including counsel and attorneys in connection with the exercise of any of the foregoing powers;

(16) THIS POWER OF ATTORNEY SHALL NOT BE AFFECTED BY THE SUBSEQUENT DISABILITY OR INCAPACITY OF MYSELF, IT BEING MY EXPRESS INTENT THAT THE AUTHORITY CONFERRED HEREIN SHALL BE EXERCISABLE NOTWITHSTANDING MY LATER DISABILITY OR INCAPACITY, AND THAT THE AUTHORITY OF MY ATTORNEY IN FACT IS EXERCISABLE BY SAID ATTORNEY IN FACT ON MY BEHALF, IT BEING MY INTENTION BY THIS INSTRUMENT TO CREATE A POWER OF ATTORNEY WHICH IS SURVIVABLE OF MY DISABILITY OR INCAPACITY, ALL PURSUANT TO ORS 126.407(1) AND (2) AS IT CURRENTLY EXISTS OR MAY HEREAFTER BE BROADENED.

All acts done by my attorney in fact pursuant to the powers given during any period of my disability or incapacity shall have the same effect and inure to the benefit of and bind myself, and my heirs, devisees and personal representatives as though I were competent and not disabled.

In addition to all powers given to my attorney in fact, I further endow my attorney in fact with the powers to consent to medical care, surgical or other procedures, hospitalizations, convalescence or home care; to revoke, withdraw, modify or change consent to medical care or other procedures as may in my attorney's sole judgment be needed; to further consent to and arrange for the ministrations or withholding of pain-relieving drugs or surgical or medical procedures, and to do, or refuse to do, on my behalf any act which I could consent to or refuse to do if I were not disabled, including the right to refuse further medical treatment and to terminate medical procedures which have been initiated on my behalf.

I fully understand that all acts done by my attorney in fact pursuant to this Power of Attorney, during any period of my incapacity, shall have the same effect and inure to the benefit of and bind me and my successors in interest as if I were competent, and even my death does NOT revoke or terminate the agency as to my attorney in fact or other person who, without actual knowledge of my death, acts in good faith under this power.

I further hereby nominate my said attorney in fact as conservator of my person or guardian of my person for consideration by the court if protective proceedings are hereafter commenced.

I further certify that I have had the advice of legal counsel in the preparation of this instrument, its scope and its intent, and I fully and completely understand the import of this document.

(17) Generally to conduct, manage and control all my business and my property, wheresoever situate, as my said attorney may deem for my best interests, hereby releasing all third persons from responsibility for the acts and omissions of my said attorney;

I hereby give and grant unto my said attorney full power and authority freely to do and perform every act and thing whatsoever requisite and necessary to be done in and about the premises, as fully to all intents and purposes as I might or could do if personally present, hereby ratifying and confirming all that my said attorney-in-fact shall lawfully do or cause to be done by virtue hereof.

In construing this power of attorney, it is to be understood that the undersigned may be more than one person or a corporation and that, therefore, if the context so requires, the singular pronoun shall be taken to mean and include the plural, the masculine, the feminine and the neuter and that generally all grammatical changes shall be made, assumed and implied to make the provisions hereof apply equally to corporations and to more than one individual.

IN WITNESS WHEREOF, I have hereunto signed this instrument, or if a corporation, its corporate name has been signed and its corporate seal affixed hereto by its officers duly authorized thereunto by its board of directors, on this _____ day of _____, 1989.

Walter G Harris
WALTER HARRIS

State of Oregon,)

County of Klamath) ss.

BE IT REMEMBERED, That on this, the 23 day of May, 1989, 1989, before me, a Notary Public in and for said county and state, personally appeared WALTER HARRIS, known to me to be the identical individual described in and who executed the foregoing Power of Attorney and acknowledged to me that he executed the same freely and voluntarily.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my

official seal the day and year last above written.



Paula Ramsay
Notary Public for Oregon
My commission expires: 11-14-92

General
Power of Attorney

WALTER HARRIS

TO

AUDREY KELLISON

AFTER RECORDING RETURN TO

Audrey Kellison

Rt. 3, Box 279

Klamath Falls, Or. 97601

State of Oregon)
County of Klamath) ss.

I certify that the within instrument was received for record on the 24th day of May, 1989, at o'clock P M., and recorded in book/reel/ volume No. M89 on page 8982 or as document/fee/file/instrument/micro-film No. 539, Record of Power of Attorney of said County.

Witness my hand and seal of County affixed.

Evelyn Biehn, County Clerk

Name

By Pauline Mullenbarger

Title

Deputy

Fee \$20.00