DURABLE POWER OF ATTORNEY

ARTICLE I. DECLARATIONS

1.1 This durable power shall take effect upon its execution unless some other date is specified.

1.2 I, Donald Richard Willford, currently living at 5230 Sturdivant Avenue, Klamath Falls, Oregon 97603, appoint Mary Frances Willford as my Attorney-in-Fact, in the event Mary Frances Willford is unable or unwilling to so act, then I appoint Alton Cecil Willford, with full power to carry out those acts specified in Article II in accordance with any limitations imposed herein. This power of attorney shall not be affected by my subsequent disability or incapacity.

ARTICLE II. POWERS GRANTED

2.1 The following powers are granted to my attorney-in-fact to be used for my benefit and on my behalf in accordance with the direction specified herein. The powers shall apply to all property I currently have any right, title or interest in, and to any such property I may acquire any right, title or interest in, in the future.

2.2 As to any assets, real or personal, standing in my name, held for my benefit or acquired for my benefit, I confer the following powers upon my attorney-in-fact.

1. Bank Accounts.
As to any commercial, checking, savings, credit union, savings & loan, money market, Treasury bills, mutual fund accounts, safe deposit boxes, in my name or opened for my benefit - to open, withdraw, deposit into, close, and to negotiate, endorse, or transfer any instrument affecting those accounts.

2. Accounts & Notes.
As to any promissory note receivable, secured or unsecured, or any accounts receivable - to collect on, compromise, endorse, borrow against, hypothecate, release, discount and reconvey that note and any related deed of trust or other security.

3. Stocks & Bonds.

As to any shares of stock, bonds, mutual funds, money market funds, futures of any kind, options of any kind, or any documents or instruments defined as securities under law - to open accounts with stock brokers (on cash or on margin), buy, sell, endorse, assign, deliver, transfer, hypothecate and borrow against for any price and upon any terms as my attorney-in-fact shall deem reasonable, and to collect payment thereon.

4. Real Property.

As to any real property, to collect rents, disburse funds, keep in repair, hire professional property managers, lease to tenants, negotiate and renegotiate leases, borrow against, renew any loan, sign any documents required for any such transaction, to sell, contract to sell, exchange and dispose of any of the real property. This power shall include the right to claim any homestead exemption available to me.

5. Employment.

To hire and pay from my funds for counsel and services of professional advisors, physicians, brokers, dentists, accountants, workmen, clerks, attorneys and investment counselors. This power shall include the right to discharge said persons.

6. Taxes.

As to my income taxes and other taxes - to sign my name, hire preparers and advisors and pay for their services from my funds, and to do whatever is necessary to protect my assets from assessments as though I did those acts myself, including the power to contest, negotiate and settle any tax dispute.

7. Legal Rights.

To apply for government and insurance benefits, to arrange for transportation and travel, and to partition community property to create separate property for me.

8. Estate Interests.

To sign and deliver a valid disclaimer under the Internal Revenue code and the Probate Code, when, in your judgement, my own and my heirs' best interests would be served; to that end, to hire and to pay for legal and financial counsel to make that decision as to whether to file that disclaimer.

9. Personal Property

To manage tangible personal property, including but not limited to, moving, storing, selling, donating,

leasing, exchanging, mortgaging, hypothecating, pledging, or otherwise disposing of said property.

10. Gifts.
To make gifts to my children and grandchildren conforming to gift patterns made in earlier years, provided that due care is given to my future needs in the event of incapacity or disability.

11. Trusts.
To create one or more trusts for my benefit and to contribute to such trusts and receive income and/or principal from such trusts in accordance with their terms.

12. Elective Share Claim.
To claim an elective share of the estate of my deceased spouse.

13. Renunciations.
To renounce fiduciary positions.

14. Possession.
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.

15. Merchandise.
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.

16. Borrowing.
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.

17. Collect.
To ask for, demand, recover, collect, and receive all monies, debts, rents, dues, accounts, legacies, bequests, interests, dividends and claims whatsoever which are now or which hereafter may become due, owing and payable to 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.

18. Bankruptcy.

To prepare, execute and file any proof of debt/claim 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. Also to file for relief, on my behalf, under any bankruptcy statute.

19. Settle.

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.

20. Mineral Rights.

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, mineral and deposits.

21. Suits or Actions.

To commence and prosecute and to defend against, answer and oppose all actions, suits or proceedings touching any of the matters aforesaid or any other matters in which I am or hereafter may be interested or concerned, including matters in State, Federal and Bankruptcy Court.

22. Proxy.

To vote any stock in my name as proxy.

23. Safety Deposit Box.

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.

24. Execution of Documents.

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.

25. ORS 127.005

I expressly declare that I am familiar with the provisions of ORS 127.005 and that the powers of my attorney herein described shall be exercisable by my said attorney on my behalf, notwithstanding that I may become disabled or incompetent.

26. Miscellaneous Powers.

Generally to conduct, manage and control all my business and my property, wherever 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.

27. Wills.

The attorney-in-fact shall not have the power to revoke or change any estate planning or testamentary documents previously executed by principal, unless the documents themselves authorize changes.

28. Emergencies.

The attorney-in-fact shall have all powers as are necessary or desirable to provide for the support, maintenance, health, emergencies and urgent necessities of the disabled or incompetent spouse.

29. Health Care.

As to decisions related to my health care, I hereby grant the following powers to my attorney-in-fact:

a. To authorize or withhold authorization for medical and surgical procedures.

b. To authorize my admission to a medical, nursing, residential or similar facility and to enter into agreements for my care.

c. To arrange for my discharge, transfer from, or change in type of care provided.

d. To arrange and pay for consultation, diagnosis or assessment as may be required for my proper care and treatment.

e. To authorize participation in medical, nursing and social research, consistent with such ethical guidelines as may appropriately govern such research.

f. To authorize the transfer of such of my organs or parts of my body as I might have done under the Uniform Anatomical Gift Act.

2.3 DEATH UNCERTAINTY. This power of attorney shall remain in effect to the extent permitted by law or until revoked or terminated under the terms of this agreement, notwithstanding any uncertainty as to whether the principal is dead or alive.

2.4 REVOCATION. This power of attorney may be revoked, suspended or terminated in writing by written notice to the attorney-in-fact. This power of attorney when given to a spouse is deemed to be revoked by filing for a decree of dissolution of marriage in any state or nation.

2.5 ACTUAL DEATH. The death of a principal shall be deemed to revoke this power of attorney upon actual knowledge or actual notice of this being received by the attorney-in-fact.

2.6 ACCOUNTING. The attorney-in-fact shall be required to account to any subsequently appointed personal representative.

2.7 RELIANCE. The designated and acting attorney-in-fact and all persons dealing with the attorney-in-fact shall be entitled to rely upon this power of attorney so long as neither the attorney-in-fact, nor any person with whom he was dealing at the time of any act taken pursuant to this power of attorney, had received actual knowledge or actual notice of any revocation, suspension or termination of the power of attorney by death or otherwise. Any action so taken, unless otherwise invalid or unenforceable shall be binding on the heirs, devisees, legatees or personal representatives of the principal.

2.8 INDEMNITY. The estate of the principal shall hold harmless and indemnify the attorneys-in-fact from all liability for acts done in good faith and not in fraud of the principal.

2.9 CHOICE OF LAWS. The laws of the state of Oregon shall govern this power of attorney.

2.10 CONSTRUCTION. 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, Donald Richard Willford, have hereunto signed this instrument, on this 7th day of ~~June~~ July, 1992

Donald Richard Willford

DONALD RICHARD WILLFORD

STATE OF OREGON)
:ss
County of Klamath)

BE IT REMEMBERED, that on this, the 7th day of ~~June~~ July, 1992, before me, a Notary Public in and for said county and state, personally appeared Donald Richard Willford, known to me to be the identical person described in and who executed the foregoing Power of Attorney and acknowledged to me that he executed the same freely and voluntarily and for the uses and purposes therein mentioned.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal on this, the day and year last hereinabove written.

NOTARY PUBLIC FOR OREGON
My Commission Expires: 2-20-95

AFTER RECORDING, PLEASE RETURN TO:

James R. Uerlings
Boivin, Jones & Uerlings
110 N. 6th St.
Klamath Falls, OR 97601

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Mr. Willford the 7th day of Aug. A.D., 19 92 at 1:20 o'clock P M., and duly recorded in Vol. M92, of Power of Attorney on Page 17660.

Evelyn Biehn - County Clerk
By Pauline Mulendore

FEE $35.00
cc's 16.00