

PSA01

KNOW ALL MEN BY THESE PRESENTS, THAT,

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Kathryn E. Smith

have made, constituted and appointed and by these presents do make, constitute and appoint

William M. Smith my true
and lawful attorney in fact ("my 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, for any price or sum and upon such terms and conditions as to my 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 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 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 attachment, 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(s); 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 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 credit with any bank, by check or otherwise, including deposits in savings accounts, and to apply the same for any of the purposes of my business as my attorney may deem expedient; to purchase and sell certificates of deposit; to appoint any bank or trust company as escrow agent; to transfer any asset of mine into any form or sort of trust; 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 matter 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;

GENERAL
POWER OF ATTORNEY

Attestation to return to (Name, Address)
William M. Smith
1415 3rd Street, Suite 100
Golden, Colorado 80401

STATE OF OREGON,

County of _____

I certify that the within instrument was received for record on the _____ day of _____, 19____, at _____ o'clock M., and recorded in book/reel/volume _____, page _____ and/or file/file/instrument/microfilm/reception No. _____
Recd. of _____, _____, _____ County.

Witness my hand and seal of
County aforesaid, this _____ day of _____, 19____.
NAME _____ TITLE _____
By _____ Deputy _____

(4) In connection with any of the powers herein granted, to make such legal documents and instruments as may be required to execute my name, and all deeds, contracts, bills of sale, leases, promissory notes, draft acceptances, evidences of debt, obligations, mortgages, pledges, satisfactions, releases, acquittances, receipts, acknowledgments and any and all other instruments whatsoever, with such general or special agreements and covenants, including those of warranty, as to my attorney may seem right, proper and expedient.

(5) To employ, pay and discharge my person, including counsel and attorney, in connection with the exercise of any of the foregoing powers.

(6) To complete, amend, extend, and deliver any tax return or form of any nature whatsoever, to pay and to file or collect and pay refund due, bank, and respond to audit notice from any taxing authority in connection with any power herein granted.

(7) Generally to conduct, manage and control all my business and my property, wheresoever situated, as my attorney may deem for my best interests, hereby releasing all and every person from responsibility for the acts and commissions of my attorney.

I hereby give and grant unto my 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 attorney 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 where the context so requires, the singular includes the plural and all grammatical changes shall be implied to make the provisions hereof apply equally to corporations and to individuals.

This power shall take effect: (delete inapplicable phrase)

- a) on the date next written below;
- b) if given by an individual, on the date that individual shall be adjudged incompetent by a court of proper jurisdiction.

My attorney and all persons to whom these presents shall come may assume that this power of attorney has not been revoked until given actual notice either of such revocation or of my death.

IN WITNESS WHEREOF, I have signed this instrument, or if a corporation, caused its name to be signed, and its seal, if any affixed by an officer or other person duly authorized to do so by order of its board of directors, on this _____ day of _____, 19_____.


STATE OF OREGON, County of Clatskanie)) ss.

This instrument was acknowledged before me on

by Karen Lynn C. Smith

This instrument was acknowledged before me on

by _____

on _____

at _____

of _____

as _____

or _____



My commission expires

Notary Public for Oregon
133-97

STATE OF OREGON, COUNTY OF CLATSOP

Filed for record at request of Wm. Smith the 1st day
of April, A.D. 1994 at 9:58 o'clock A.M. and duly recorded in Vol. M94
of Power of Attorney on Page 9561

Evelyn Kiehn County Clerk
By President Millenbach

Fee \$10.00

Cc 1.50