

When recorded mail to:
Andrew C. Brandsness
Brandsness, Brandsness & Rudd, P.C.
411 Pine Street
Klamath Falls, OR 97601

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That JAMES MORGAN, SR. and DOROTHY MORGAN, whose address is 3941 West Ajo Way, Tucson, Arizona 85746,

the undersigned (jointly and severally if more than one), hereby make, constitute and appoint JAMES MORGAN, JR.,

whose address is 2990 Sprague River Road, Chiloquin, Oregon 97624-9603,

my/our and lawful Attorney for me/us and in my/our name, place and stead and for my/our use and benefit; as to the following described real property situated in Klamath County, Oregon.

A portion of the Northeast 1/4 of Section 35,
Township 34 South Range 7 East of the Willamette
Meridian, Klamath County, Oregon.

- (a) To exercise any or all of the following powers as to real property, any interest therein and/or any improvements thereon: To contract for, purchase, receive and take possession thereof and of evidence of title thereto; to lease the same for any term or purpose, including leases for business, residence, and oil and/or mineral development; to sell, exchange, subdivide, grant or convey the same with or without warranty, covenant or restrictions, to mortgage, transfer in trust, or otherwise encumber the same to secure payment of a note or performance of any obligation or agreement; and to accept the conveyance thereof as a joint tenant with the right of survivorship or as a tenant in common with any other person or persons, including property wherein my said Attorney is one of the joint tenants or one of the tenants in common;
- (b) To exercise any or all of the following powers as to all kinds of personal property and goods, wares and merchandise, checks, choses in action and other property in possession or in action: To contract for, buy, sell, exchange, transfer, endorse and in any legal manner deal in and with the same; and to mortgage, transfer in trust, or otherwise encumber the same to secure payment of a note or performance of any obligation or agreement;
- (c) To borrow money and to execute and deliver notes therefor, with or without security; and to loan money and receive notes

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therefor with such security as he/she shall deem proper;

(d) To transact business of any kind or class and as my act and deed to sign, execute, acknowledge and deliver and deed, lease, assignment of lease, covenant, indemnity, agreement, mortgage, deed of trust, assignment of mortgage or beneficial interest under deed of trust, subdivision plat, extension or renewal of any obligation, subordination or waiver of priority, bill of lading, bill of sale, bond, note, receipt, check evidence of debt, full or partial release of mortgage judgment or other debt, and such other instruments in writing of any kind or class as may be necessary or proper in the premises;

(e) To institute, prosecute, defend, compromise, settle, arbitrate or otherwise dispose of any and all actions or proceedings, either at law or in equity, including actions for the foreclosure or enforcement otherwise of any mortgage or lease, upon any real or personal property; to execute and deliver any bonds, undertakings or recognizances that said Agent may approve in any such or other actions or proceedings, whether the same be given under statutory requirements or otherwise, including such bonds or undertaking as may be necessary or desirable for the purpose of perfecting a compromise of or an appeal from any judgment or decree in any such actions or proceedings; to appear generally or specially in any action or proceeding which in any way concern Principal or Principal's property, or right, title or interest therein; to compel accountings and filings of inventories; to employ and compensate attorneys to appear for and represent Principal in any action or proceeding instituted by or against Principal; to substitute any other attorney or attorneys and to appoint associate attorney.

(f) This power shall not be affected by disability of the principal: All acts done by my Attorney pursuant to this power during any period of disability or incompetence or uncertainty as to whether I am dead or alive shall have the same effect and inure to the benefit of and bind me or my heirs, devisees and personal representative as if I were alive, competent and not disabled.

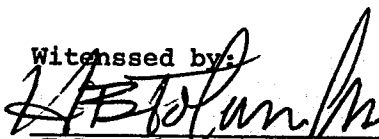
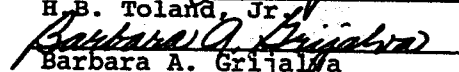
GIVING AND GRANTING unto my said Attorney full power and authority to do and perform all and every act and thing whatsoever requisite, necessary or appropriate to be done in and about the premises as fully to all intents and purposes as I might or could do if personally present, hereby ratifying all that my said Attorney shall lawfully do or cause to be done by virtue of these presents. When the context so requires, the masculine gender includes the feminine or neuter, and the singular number includes the plural.

DATED: June 17, 1996.


JAMES MORGAN, SR.


DOROTHY MORGAN

Witnessed by:


H. B. Toland, Jr.

Barbara A. Grijalva

21405

STATE OF ARIZONA)
COUNTY OF PIMA) ss.

This instrument was acknowledged before me this 17th day of June, 1996, by JAMES MORGAN, SR. and DOROTHY MORGAN.

Dominic Lirio
Notary Public

My Commission Expires:

10-5-98

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Brandsness & Brandsness the 18th day
of July A.D., 19 96 at 9:31 o'clock A.M., and duly recorded in Vol. M96,
of Deeds on Page 21403.

Bernetha G Letsch, County Clerk

By [Signature]

FEE \$20.00