

24135

MTC 392581W

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POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, Bette J. Carey, do hereby make, constitute and appoint E. A. Carey, aka Edwin A. Carey, of Klamath Falls, Oregon my agent and attorney in fact with power and authority:

1. To take possession of, manage, administer, operate, maintain, improve and control all my property, real and personal, 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.

2. To collect and receive any money, property, debts or claims whatsoever, as are now or shall hereafter become due, owing and payable or belonging to me, to forgive debts, and to give receipts, acquittance or other sufficient discharge for any of the same.

3. To make expenditures for my care, maintenance, support and general welfare, and to distribute such sums as are necessary for the care, support and maintenance of members of my family who are dependant upon me for support.

4. To retain any property which comes into the possession of my attorney in the form in which it was received and to make investments and changes of investments in such securities, including common and preferred stocks of corporations, or other property, real or personal, as my attorney may deem prudent.

5. To pay my debts and other obligations.

6. To sue upon, defend, compromise, submit to arbitration or adjust any controversies in which I may be interested, and to act in my name in any complaints, proceedings or suits with all the powers I would possess if personally present and under no legal disability.

7. To bargain for, buy and deal in property and goods of every description.

8. To convey, grant, sell, mortgage, pledge, consign, lease, hypothecate and in any and every manner deal in and with my property, both real and personal.

1. POWER OF ATTORNEY

9. To advance my said attorney's own funds on my behalf and to borrow any sums of money on such terms and at such rates of interest as to my said attorney may deem proper and give security for the repayment of the same.

10. To make and deliver any deeds, conveyances, contracts, covenants and other instruments, undertakings or agreements, either orally or in writing, of whatever kind and nature, including the right to supply the legal description of any real property involved in any of the foregoing documents, which my said attorney, in my attorney's discretion, shall deem to be for my best interests.

11. To sign, endorse, sell, discount, deliver and/or deposit checks, drafts, notes and negotiable or non-negotiable instruments, including any payments to me drawn on the Treasurer of the United States or the State of Oregon or any other state or governmental entity, and to accept drafts.

12. To appear and vote for me in person or as my proxy at any corporate or other meeting.

13. To have access to any safe deposit box which has been rented in my name, or in the name of myself and any other person or persons.

14. To do and perform every act necessary or desirable and to serve as representative payee with respect to rights and entitlement for my benefit and the benefit of my spouse from Social Security, Medicare and military service.

15. To make investments and changes of investment in such income bearing securities, including common and preferred stocks of corporations, or other property, real or personal, as my said attorney in its discretion may deem prudent, and to hold my securities in the name of its nominee or unregistered in such form that transfer thereof may be effected by delivery.

16. To withdraw any monies deposited with any bank, mutual savings bank, credit union, savings and loan associations, mutual fund, money market account, investment advisor or broker in my name or in the name of myself and any other person or persons and generally to do any business with any such financial institution or agency on my behalf.

17. To appoint and substitute for my said attorney any agents or attorneys for any or all of the purposes aforesaid, and their authority at pleasure to revoke.

2. POWER OF ATTORNEY

I authorize my said attorney for me and in my name generally to do and perform all and every act and thing whatsoever requisite, desirable or necessary to be done in the premises, to conduct, manage and control all my business and my property, wheresoever situate and whether now owned or hereafter acquired, as my attorney may deem for my best interests, and to execute and acknowledge any and all instruments necessary or proper to carry out the foregoing powers, hereby releasing and saving harmless all third persons from responsibility for the acts and omissions of my said attorney and empowering my said attorney to indemnify all such persons against loss, expense and liability. Third persons may rely upon the continued validity of this Power of Attorney until receiving actual knowledge of its revocation.

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 legally disabled or incompetent.

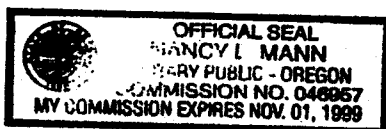
All questions pertaining to validity, interpretation and administration of this power shall be determined in accordance with the laws of Oregon.

28 IN WITNESS WHEREOF, I have hereunto set my hand this day of August, 1996.

Bette J. Carey  
Bette J. Carey

STATE OF OREGON                    )  
                                          ) ss.     August 28, 1996  
County of Klamath                )

Personally appeared the above-named Bette J. Carey and acknowledged the foregoing instrument to be her voluntary act. Before me:



Nancy L. Mann  
Notary Public for Oregon  
My Commission expires: 11-1-99

### 3. POWER OF ATTORNEY

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of AmeriTitle the 3rd day of September A.D., 19 96 at 9:50 o'clock AM., and duly recorded in Vol. M96, of Power Of Attorney on Page 27294.

FEE \$15.00

Bernetha G. Letsch, County Clerk  
By [Signature]