

60845

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MTC 44937-KJ

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, RAYMOND H. BENTLEY, do hereby make, constitute and appoint RAYMOND L. BENTLEY as my true and lawful attorney, with power:

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 forgive or collect any money, property, debts or claims as are now or shall hereafter become due, payable or belonging to me and to give receipts, requests for reconveyance and satisfactions sufficient to discharge any of the same;
3. To make deposits and withdrawals from bank accounts; to sign, endorse, sell, discount, deliver and/or deposit negotiable instruments of all kinds; to sell, lease, borrow or invest, and to make changes of investments as my attorney shall deem prudent;
4. To make expenditures for my health, maintenance, support and general welfare;
5. To pay my debts and other obligations;
6. To institute, settle, appeal or dismiss administrative proceedings and litigation;
7. To borrow for my benefit and to advance funds of my attorney on my behalf and to give security for the repayment of the same;
8. To bargain for, purchase, sell, mortgage, pledge, consign, lease, convey and in any and every manner deal in and with my property, both real and personal; to make and deliver all instruments necessary to carry out said transactions;
 - 8.1 This power shall include all transactions with securities brokers, or dealers, or issuers of securities, or holders of brokerage accounts;
 - 8.2 This power shall include the purchase, redemption, investment and reinvestment of bonds, bills, notes, or other securities issued or guaranteed by a federal, state, or local government or their agencies;
9. To appear and vote for me, in person or as my proxy, at any corporate or other meeting;
10. To have access to my safe deposit box whether rented in my individual name or in my name with any other person or persons;
11. To sign tax returns on my behalf and represent me, or obtain representation for me, at a tax audit;
12. To deal with retirement plans, including for example, the right to make contributions, rollovers, loans and participant elections;
13. To fund a previously created living trust or create different forms of property ownership;

RETURN TO: RAYMOND BENTLEY, 20580 NW QUAIL HOLLOW DR., PORTLAND, OR 97229

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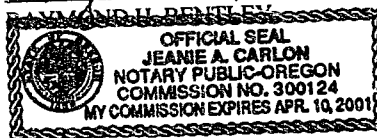
14. To deal with and collect all proceeds from any annuity, or life insurance contract owned by me and to make all elections and exercise all powers provided in such annuity contracts;
15. To redirect my mail;
16. To cancel or continue my credit cards and charge accounts;
17. To take custody of my Wills, securities, deeds, life insurance and annuity contracts;
18. To complete my charitable pledges;
19. To reform business and estate planning documents, other than Wills, if they prove to be defective;
20. To nominate my guardian and a conservator of my estate;
21. To resign offices and positions, both public and private;
22. To appoint and substitute for my attorney any agents or attorneys for any or all of the purposes set forth above, with authority to revoke said appointment at any time.

I authorize my said attorney, for me and in my name, generally to do and perform all and every act and thing which may be required or necessary to be done in carrying out the authority granted herein, to conduct, manage and control all my business and my property, wherever located, as my attorney deems to be in my best interests, with authority to execute and acknowledge any and all instruments necessary or proper to carry out the powers enumerated herein, hereby releasing all third persons from responsibility for the acts and omissions of my attorney.

The powers of my attorney described herein shall be exercisable on my behalf regardless of my subsequent disability or incompetence.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29 day of May, 1998.

STATE OF OREGON)
) ss.
County of Washington)



On the date above written, personally appeared the above-named RAYMOND H. BENTLEY and acknowledged the foregoing instrument to be his voluntary act and deed.

IN WITNESS WHEREOF I hereunto set my hand and official seal.

Jeanie A. Carlson
NOTARY PUBLIC FOR OREGON
My Commission Expires: April 10, 2001

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of AmeriTitle the 25th day
of June A.D., 19 98 at 3:38 o'clock P M., and duly recorded in Vol. M98,
of Power of Attorney on Page 22286.

FEE \$10.00

By Bernetha G. Letsch, County Clerk
Kathleen Kree