

09 APR 23 1999

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AKC # 01049399
LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I Ann Brown of 1469 Holy Cross Dr. Fairbanks, Alaska 99709, have made, named, constituted and appointed, and by these presents do make, name, constitute and appoint, John White, of 2625 Toqua Road, Chiloquin, Oregon, 97624, my true and lawful attorney for and in my name, place, and stead, with full power and authority to do and perform all and every act and thing whatsoever, necessary, to consummate the sale of Lot 195, RUNNING Y RESORT, PHASE III, as I might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that John White shall lawfully do or cause to be done by virtue hereof.

This Limited Power of Attorney shall remain in effect from this date forward until June 30, 1999.

if this Limited Power of Attorney is terminated by operation of law, any person acting in reliance upon it without notice of such termination shall be held harmless.

IN WITNESS WHEREOF, this Limited Power of Attorney has been executed by

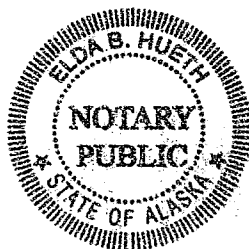
Ann Brown on April 09th 1999, at Fairbanks, Alaska.

Ann Brown

Ann Brown

State of Alaska)
Fairbanks North Star Borough) ss

On this 13 day of April, 1999, before me personally appeared Ann Brown, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that she executed the same as her free act and deed.



Elda B. Hueth
Notary Public for Alaska

My commission expires: 11-19-01

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Aspen Title Co. the 23rd day
of April A.D. 1999 at 3:49 o'clock P. M., and duly recorded in Vol. M99
of Deeds on Page 15213

FEE \$10.00

by Linda Smith, County Clerk
Linda Smith