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THIS POWER OF ATTORNEY IS EXECUTED BY A PERSON ELIGIBLE FOR LEGAL ASSISTANCE UNDER 10 U.S.C. §1044. IN ACCORDANCE WITH 10 U.S.C. §1044c, IT IS EXEMPT FROM ANY REQUIREMENT OF FORM, SUBSTANCE, FORMALITY, OR RECORDING THAT IS PROVIDED FOR POWERS OF ATTORNEY UNDER THE LAWS OF ANY STATE, TERRITORY, DISTRICT, OR POSSESSION OF THE UNITED STATES; AND SHALL BE GIVEN THE SAME LEGAL EFFECT AS A POWER OF ATTORNEY PREPARED AND EXECUTED IN ACCORDANCE WITH THE LAWS OF THE JURISDICTION WHERE IT IS PRESENTED.

KNOW ALL PERSONS, that I, ROBBIE D. WELLBAUM, a legal resident of TALENT, Oregon, and presently stationed or residing at 102 EAKER STREET, TRAVIS AFB, CA 94535, desiring to execute a GENERAL POWER OF ATTORNEY, do hereby appoint RACHEL WELLBAUM, whose address is 102 EAKER STREET, TRAVIS AFB, CA 94535, my Attorney-in-Fact, for me and in my name, to do all acts concerning my property and personal affairs necessary and advisable in the judgment of my said Attorney-in-Fact as permitted by state law, as fully as I could do if present and acting, including but not limited the powers:

(a) to ask, demand, sue for, recover and receive all manner of goods, chattels, debts, rents, interest, sums of money and demands whatsoever, due or to become due, and to execute, acknowledge and deliver acquittances, receipts, releases, or other discharges for the same;

(b) to make, execute, indorse, accept and deliver in my name or in the name of my attorney-in-fact all checks, notes, drafts, warrants, securities, stock certificates, certificates of deposit, bonds, acknowledgments, and any other agreements, certificates or instruments of any nature, as to my attorney-in-fact may seem necessary or appropriate;

(c) to cause securities or other property to be held or registered in the name of a nominee or nominees or in any other form;

(d) to execute proxies for voting securities or other instruments;

(e) to execute, acknowledge and deliver all assignments, extensions, satisfactions, releases, contracts, deeds, leases, mortgages, transfers to trusts, and any other agreements, writings and instruments of any nature affecting any property of any nature and wherever situate, which to my attorney-in-fact may seem necessary or appropriate;

(f) to enter and take possession of any real or personal property, or any part thereof, belonging to me or to which I may be entitled, and to receive and take for me and in my name all or any rents, issues and profits of any real property to me belonging, and to sell, exchange, let or otherwise dispose of same as my attorney-in-fact deems appropriate;

(g) to commence any actions or proceedings, for the recovery of any real or personal property or for any other purpose, and to prosecute, maintain and discontinue the same as my attorney-in-fact may deem necessary or appropriate;

(h) to take all steps and remedies necessary or appropriate for the conduct and management of my business and personal affairs, and for recovering, obtaining and holding all real or personal property including debts, interest, demands, duties, sums of money or any other things whatsoever, as aforesaid, that are thought to be due, owing, belonging or payable to me in my own right or otherwise;

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(i) to appear, answer and defend in any actions or proceedings commenced against me, and to compromise, settle and adjust all actions, proceedings, accounts, dues and demands that may exist as my attorney-in-fact shall deem necessary or appropriate;

(j) to open or cause to be opened any safe deposit box in my name, and to examine and remove any or all of the contents of such box; and

(k) to do, execute, perform and finish for me and in my name all acts which my attorney-in-fact shall deem necessary or appropriate, in and about or concerning my property or any part thereof.

My attorney-in-fact, however, shall not have the power to execute a will or codicil on my behalf, or to execute or amend any trust on my behalf (provided, however, that my attorney-in-fact may enter into a custodial agreement with a bank with trust powers). My attorney-in-fact is a fiduciary, possessing no general or limited power of appointment. My attorney-in-fact shall not exercise any powers which I receive from my attorney-in-fact in a fiduciary capacity, and my attorney-in-fact shall have no authority to exercise any powers, the exercise of which would cause assets of mine to be considered as taxable in the estate of my attorney-in-fact for purposes of Federal or State inheritance tax.

TO INDUCE ANY THIRD PARTY TO ACT HEREUNDER, I HEREBY AGREE THAT ANY THIRD PARTY RECEIVING A DULY EXECUTED COPY OR FACSIMILE OF THIS POWER OF ATTORNEY MAY ACT HEREUNDER, AND THAT REVOCATION OR TERMINATION HEREOF SHALL BE INEFFECTIVE AS TO SUCH THIRD PARTY UNLESS AND UNTIL ACTUAL NOTICE OR KNOWLEDGE OF SUCH REVOCATION OR TERMINATION SHALL HAVE BEEN RECEIVED BY SUCH THIRD PARTY, AND I, FOR MYSELF AND MY HEIRS, EXECUTORS, LEGAL REPRESENTATIVES AND ASSIGNS, HEREBY AGREE TO INDEMNIFY AND HOLD HARMLESS ANY SUCH THIRD PARTY FROM AND AGAINST ANY AND ALL CLAIMS THAT MAY ARISE AGAINST SUCH THIRD PARTY BY REASON OF RELIANCE UPON THIS POWER OF ATTORNEY.

Unless sooner revoked or terminated by me, this General Power of Attorney shall become NULL and VOID from and after 5 April 2002. IN WITNESS WHEREOF, I hereunto set my hand this day of 5 April 2001.

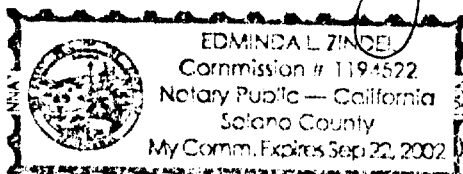

ROBBIE D. WELLBAUM

STATE OF CALIFORNIA)
COUNTY OF SOLANO) ss:

On 5 April 2001, before me, EDMINDA L. ZINDEL, personally appeared ROBBIE D. WELLBAUM, ~~personally known to me~~ (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that ~~he~~ she executed the same in ~~his~~ her authorized capacity, and that by ~~his~~ her signature on the instrument the person or entity upon behalf of which the person acted, executed the instrument.


EDMINDA L. ZINDEL, Notary Public

My Commission Expires:



After recording, return to:
Rachel Wellbaum
531 Twin Peaks Drive
Travis AFB, CA 94535

State of Oregon, County of Klamath
Recorded 07/12/01 at 11:08 a.m.
In Vol. M01 Page 33864
Linda Smith,
County Clerk Fee \$ 26⁰⁰