

DURABLE POWER OF ATTORNEY

ARTICLE I
DECLARATIONS

1.1 THIS POWER OF ATTORNEY IS NOT AFFECTED BY THE DISABILITY OF THE PRINCIPAL.

This is a durable power of attorney under Nevada law, NRS 111.460.

1.2 **EFFECTIVE DATE OF THIS POWER:**

The effective date of this Power of Attorney is upon my disability. Disability is defined if the principal is unable to manage his/her property and affairs effectively for reasons such as mental illness, mental deficiency, physical illness or disability, advanced age, chronic use of drugs, chronic intoxication, confinement, detention by a foreign power, or disappearance.

1.3 **NAME AND ADDRESS OF PRINCIPAL:**

WILLIAM JENNINGS MILLER of Caliente, County of Lincoln, State of Nevada.

The pronouns I, Me, Mine, and Myself, refer to the Principal.

1.4 **APPOINTMENT OF ATTORNEY-IN-FACT:**

I appoint WILLIAM JENNINGS MILLER, II, to be my attorney-in-fact, but I always have the power and right to substitute another attorney-in-fact or to revoke this appointment.

The pronouns You, Your, and Yourself refer to the Attorney-in-Fact. When signing on my behalf under this Power of Attorney, use this form "(My Name) by (Your Signature), his/her Attorney-in-Fact."

1.5 **DELEGATION OF POWERS:**

I delegate to you the powers set forth in ARTICLE II. But, if I cross out or write through any part of this document and I put my initials opposite the cross-out or writing, then, I cancel that part in this document.

Your exercise of the delegated powers must be in a fiduciary capacity for my benefit and on my behalf.

At all times, Nevada law governs this document. If any part of this document is not valid, all other parts shall remain valid.

You are not liable to me or to my successors when, in good faith, you act or do not act under this document. But, this freedom from liability does not apply if, as the result of your willful misconduct or gross negligence, you act or do not act.

**ARTICLE II
DELEGATED POWERS**

As to any assets (a) registered in my name, or (b) held for my benefit, or (c) acquired for my benefit, I give you these powers subject to Paragraph 1.5.

(1) To enter any safety deposit box that I may own in my name alone or with anyone else and to remove any of the contents that I own from said box.

(2) As to any promissory note receivable, secured or unsecured - to collect, compromise, endorse, borrow against, hypothecate, release, or reconvey that note and any related deed of trust.

(3) As to any shares of stock, treasury bills, treasury notes, bonds, or any documents or instruments defined as securities under Nevada law - to open accounts with stock brokers, cash or on margin, buy sell, endorse, transfer, hypothecate, or borrow against them, and to vote those shares, bonds, or securities for any purpose.

(4) As to any real property or personal property - to collect rents, disburse funds, hire professional property managers, lease to tenants negotiate and renew leases, borrow against, renew any loan, sell any of the property, convey any of the property into trust for my benefit and sign any documents needed to carry out the sale or to carry out any transaction referred to in this item (4).

(5) As to any other asset not referred to in items (1), (2), (3), and (4) of this ARTICLE II - to buy, sell, hold, borrow against, or dispose of, as needed, in your judgment, for my welfare and comfort.

(6) As to medical, surgical, or dental treatment and any health procedures you believe I need for my health and welfare - on my behalf to give or to withhold any medical, surgical or dental consent.

(7) As to my income taxes, to complete all internal revenue tax forms, to sign my name thereto, to receive and negotiate tax refunds, to sign Form 2848 which is the specific IRS power of attorney, hire preparers, advocates, attorneys, and

advisors, and to pay for their services from my funds, and to do whatever is needed to protect my assets from diminution by taxes for the years 1975 - 2000, as though I could do those acts myself.

(8) To buy in my name those U.S. Government bonds referred to as "Flower Bonds" that may be used to pay death taxes on my death.

(9) To hire and to pay for from my funds the services of professional advisors, without limitations: physicians, accountants, attorneys, and investment counselors, for my welfare.

(10) To create and transfer to the Trustee of a revocable trust of which I am a Grantor and a beneficiary, my assets or my interests in assets, or to create a trust for my benefit, or the benefit of my heirs, and to fund it with my assets or interests in assets.

(11) To apply for government and insurance benefits, Medicare, Medicaid, and Social Security benefits, to prosecute and to defend legal actions, to arrange for transportation and travel. To create separate property for me, and to contract for medical and dental care for me; in so doing the foregoing, to sign my name and to represent me.

(12) To sign and deliver a valid disclaimer under the Internal Revenue Code and the Nevada Probate Code, when, in your judgment, my family's best interests would be served; to that end, to hire and to pay for legal and financial counsel to help you decide whether to file that disclaimer.

(13) To borrow and to lend, secured or unsecured, for the purposes stated in this Article II, and to pledge any of my assets for that borrowing.

(14) If you sell or lend any of my assets or interests in assets, your judgment as to the terms of sale or loan in final.

(15) You make (a) gifts of my assets or interests in assets, and (b) gifts in your judgment to be charitable, scientific, religious or educational institutions according to my pattern of charitable giving over the past five (5) years. You may make these gifts at anytime from time to time.

(16) To sign and deliver a deed that changes my property interest from or to any of these designations: Joint Tenancy, Community Property, Tenants-in-Common, and Separate Property.

(17) To exercise any Special Power of Appointment I hold.

(18) To make such decisions, sign on my behalf, or to take such action as is needed to accomplish the deferral of tax resulting from the marital deduction under the Internal Revenue Code.

(19) To negotiate, endorse, transfer, or receive any benefits in an individual retirement account, 401K Plan, pension plan, or other retirement benefit.

**ARTICLE III
POWERS YOU SHALL NOT HAVE**

YOU SHALL NOT HAVE ANY POWER:

- (1) To make a Will for me or to Codicil my Will.
- (2) To revoke my Will or Codicil.

**ARTICLE IV
MISCELLANEOUS**

4.1 My heirs, successors, and assigns are bound by your acts under this document.

I recommend and urge you to confer with a Nevada attorney before you enter a transaction that under this Durable Power of Attorney is not routine.

DECLARATION OF ATTORNEY FOR PRINCIPAL

I declare under penalty of perjury under the laws of Nevada that the following is correct: (1) I am an attorney licensed to practice in Nevada; (2) I reviewed the above Durable Power of Attorney with the Principal before the Principal signed it; (3) the Principal communicated to me that he wanted to give the uncanceled powers to the attorney-in-fact; and (4) I supervised the Principal's signing of the Durable Power of Attorney.

Signed on MAY 15, 1992, at Ely, Nevada.

SIGNATURE: *G. D. Fairman*

GARY D. FAIRMAN, ATTORNEY

SIGNING

After my attorney explained to me the importance of the powers I delegate to my attorney-in-fact in this document, I,

the Principal, signed this Durable Power of Attorney on the date shown below my signature.

I understand (1) this document gives my attorney-in-fact serious powers over me and my assets; (2) the powers continue after I am disabled; and (3) I can revoke and cancel this document at any time.

PRINCIPAL'S NAME: William Jennings Miller

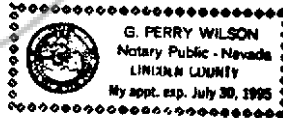
DATED: May 21, 1992, at Caliente, Nevada.

STATE OF NEVADA)
) : SS.
COUNTY OF Lincoln)

On the 21st day of May, 1992, before me, the undersigned, a Notary Public in and for said State, personally appeared WILLIAM JENNINGS MILLER, known to me to be the person whose name is subscribed to the within instrument and acknowledged that he executed the same.

WITNESS my hand and official seal.

G. Perry Wilson
NOTARY PUBLIC



COPY

No. 102492
FILED AND RECORDED AT REQUEST OF
William J. Miller II
October 7, 1994
At 30 MINUTES PAST 4 O'CLOCK
P.M. IN BOOK 111 OF OFFICIAL
RECORDS, PAGE 159 LINCOLN
COUNTY, NEVADA.
Yuriko Setzer
COUNTY RECORDER
By Julie Boucher, Deputy