

WHEN RECORDED MAIL TO:
MR. WILLIAM H. MILLER
1658 8th AVE.
SAN FRANCISCO, CA. 94122

STEWART TITLE OF CC
ESCROW NO. 8904518

SPECIAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

THAT I the undersigned, JOANNE GRAHAM, have made, constitute and appointed and by these presents do hereby make, constitute and appoint, WILLIAM H. MILLER, of the City and County of San Francisco, State of California, my true and lawful attorney, for me and in my name, place and stead, and for my use and benefit, to list for sale, sell, convey, grant, transfer and otherwise dispose of that certain real property commonly known as and located at 2151 Pray Meadow Road, Glenbrook, Nevada, more particularly described on Exhibit "A," which is attached hereto and incorporated herein, hereinafter referred to as "said real property," and WILLIAM H. MILLER is specifically empowered and authorized, and given the right, power and discretion, and without any further or other consent, control, direction, authorization, ratification or signature of the undersigned, except as otherwise expressly provided hereinbelow, upon such terms, agreements and conditions as WILLIAM H. MILLER shall determine in his absolute discretion except as otherwise expressly provided hereinbelow, to do all things with respect to the listing for sale and sale of said real property, including but not limited to the following:

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A. To enter into any agreement not to exceed nine (9) months in duration for the listing of, or advertisement for sale of, said real property;

B. To contract for the sale of, or enter into a contract or deposit receipt for the sale of, or to enter into any addenda or amendment to any contract for the sale of, said real property, but only after having first received the written agreement of the undersigned to such contract and the terms thereof, including the amount and terms of the purchase price and any conditions of sale;

C. To sell, convey or grant the said real property, following the execution of a valid contract for sale as aforesaid, including the execution of all documents reasonable, necessary or desirable to complete such transaction and the transfer of title to said real property;

D. To sign all escrow or disbursement instructions, to authorize the payments of any actual and reasonable expenses or obligations from escrow, to sign all other escrow documents, to sign all documents required by any public, governmental or taxing authority, including with respect to transfer tax, valuation or re-evaluation of the property upon sale, settlement or closing statements, grant deeds, and any documents relating to any note or deed of trust given in connection with such sale, and any bill of sale or other documents evidencing the transfer of personal property located at or in said real property;

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E. To execute the signature the undersigned in connection with any and all documents to consummate the transaction contemplated herein without further or other consent of the undersigned.

The foregoing special power of attorney shall remain in full force and effect for a period of one (1) year from the date last below written, or until such time as said real property shall have been sold and title thereto transferred, whichever shall first occur.

IN WITNESS WHEREOF, I have hereunto set my hand this

5th day of June, 1989
at 7131 Owensmouth C.P. Ca 91303

Joanne Graham
JOANNE GRAHAM

STATE OF California)
CITY Los Angeles)

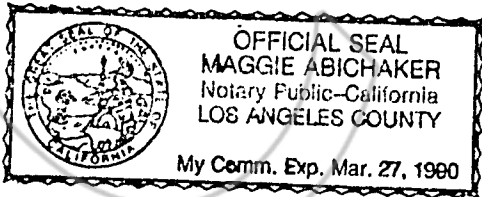
ss.

On this 5th day of June, 1989, before me, Maggie Abichaker, a Notary Public in and for the City of Los Angeles, State of California, personally appeared JOANNE GRAHAM, known me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument, and he duly acknowledged to me that he executed the same.

IT WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal the day and year in this certificate above written.

Maggie Abichaker
NOTARY PUBLIC

[Seal]



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PARCEL ONE:

Beginning at the Meander Corner of Lake Tahoe between Sections 3 and 10, Township 14 North, Range 18 East, M.D.B. & M., said Meander Corner being marked by an iron pipe set in concrete. Thence North 59° 34' East, 389.6 Feet to an iron pin set in concrete on the westerly side line of a 30 foot roadway; said point being the southeasterly corner of the Ralph D. Brooks property. Thence South 9°22' East, 182.21 Feet along the westerly line of said roadway to an iron pipe set in concrete. Thence South 59°34' West, 324.1 feet to a point on the Meander Line of Lake Tahoe marked by an iron pin set in concrete. Thence North 30°26' West, 170. Feet along said Meander Line to the place of beginning.

TOGETHER WITH a right of way over that certain road as now located or as it may be located hereafter, extending from the State Highway, known as "U.S. Route 50", to the hereinabove described property.

PARCEL TWO:

The point of beginning is the meander corner of Lake Tahoe between Sections 3 and 10, Township 14 North, Range 18 East, M.D.B. & M., said meander corner being marked by and iron pipe set in concrete; the Northerly boundary of the parcel hereinabove referred to is a line extending South 59°34' West from said point of beginning to the water line of Lake Tahoe; The Easterly boundary of said parcel is a line extending from said point of beginning South 30°26' East 170 Feet along the meander line of said Lake Tahoe to a point; the southerly boundary of said parcel is a line extending from said last mentioned point South 59°34' West to the water line of Lake Tahoe; and the Westerly boundary of said parcel is the water line of said Lake Tahoe.

EXHIBIT A

REQUESTED BY
STEWART TITLE of DOUGLAS COUNTY

IN OFFICE OF RECORDS OF
DOUGLAS COUNTY, NEVADA

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