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RTN TO: ELOISE Holzgrafe
800 Blossom Hill Road
Apt N259
Los Gatos, CA
95032

DURABLE GENERAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That I, ELOISE BEYMER HOLZGRAFE, of the County of Santa Barbara, State of California, hereby make, constitute and appoint my son, RICHARD M. HOLZGRAFE, my true and lawful attorney, for me and in my name, place and stead, with the following powers:

1. My said attorney may litigate, engage counsel and auditors, contract, sign any and all documents, enter into stipulations, compromise and settle, and take each and every action which I could or would be authorized to take if I were present.

2. My said attorney may demand, sue for, recover and collect all money, or any real or personal property of every kind or nature, or any interest therein, which I now have or which I may hereafter acquire. My said attorney may attach, levy, enjoin or use any other legal process, including arbitration, in my name to effectuate the powers of this instrument.

3. My said attorney may sell, convey, lease, mortgage, pledge, encumber or contract with respect to, or take possession of any real or personal property which I own or in which I may have any interest. My said attorney may buy, lease, mortgage, take possession of, or pledge my credit, or contract with respect to any property, real or personal, on my behalf. My said attorney may build, rebuild, repair, alter, improve, or change any improvements or buildings which I now own or in which I hereafter acquire my interest. My said attorney may operate and conduct any business interests and manage all my affairs and open and close accounts and sign and endorse checks or other papers on my behalf as fully as I could do.

4. My said attorney may demand, receive and accept all dividends or other payments that may be declared upon any shares of capital stock of any corporation that now or hereafter may stand in my name upon the books of said corporation.

5. My said attorney may buy, sell, exchange, hypothecate or pledge any security of any kind or nature owned by me or registered in my name, on such terms and such prices as my said attorney may deem best, and to execute all assignments, transfers and other documents necessary to carry into effect the powers herein given.

6. My said attorney may exercise any right, privilege or option extended to me as the holder of any capital stock or any security of any corporation. My said attorney may endorse or surrender the certificates or rights to subscribe for stock or other written instruments evidencing any right possessed by me as the holder of such stock or security. My said attorney may participate in voting trusts, pooling agreements, foreclosures, reorganizations, consolidations, mergers and liquidations and in connection therewith, my said attorney may deposit securities with and transfer title to any protective or other committee under such terms as my said attorney may deem advisable.

7. My said attorney may have total access on unlimited occasions to any safe deposit box, or safe or vault, or other place of safekeeping of mine, wheresoever located.

8. My said attorney may exercise all powers hereunder on any terms and conditions and under such circumstances as my said attorney shall see fit, and my said attorney may sign, execute, acknowledge and deliver any and all instruments and papers on my behalf necessary to exercise such powers.

