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GENERAL POWER OF ATTORNEY

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STATE OF NEVADA)
) ss.
COUNTY OF DOUGLAS)

I, DEANNE PHILLIPS, the undersigned, of 255 Tie Chute Lane, P.O. Box 253, Florence, State of Montana 59833, constitute and appoint MICHAEL SMILEY ROWE, ESQ. of 1638 Esmeralda Avenue, P.O. Box 2080, Minden, State of Nevada 89423, my true and lawful attorney-in fact, in my name, place and stead, on my behalf, and for my use and benefit:

A. To exercise or perform any act, power, duty, right or obligation whatsoever that I now have, or may subsequently acquire the legal right, power or capacity to exercise or perform, in connection with, arising from or relating to any person, item, transaction, business, real or personal property, tangible or intangible thing or any matter whatsoever;

B. To request, ask, demand, sue for, recover, collect, receive and hold and possess all such sums of money, debts, dues commercial paper, checks, drafts, accounts, deposits, legacies, bequests, devises, notes, interests, stock certificates, bonds, dividends, certificates of deposit, annuities, pension and retirement benefits, insurance benefits and proceeds, documents of title, choses in action, real and personal property, and intangible and tangible rights and demands, liquidated or unliquidated, as now are, or shall subsequently become, owned by, or due, owing, payable or belonging to, me, or in which I have or may subsequently acquire interest, to have, use and take all lawful means and equitable and legal remedies, procedures and writs in my name for their collection and recovery, and to adjust, sell, compromise and agree for them, and to make, execute and deliver for me, on my behalf, and in my name , all endorsements, releases, receipts or other sufficient discharges for them;

C. To lease, purchase exchange and acquire, and to agree, bargain and contract for the lease, purchase, exchange and acquisition of, and to accept, take, receive and possess any real or personal property, tangible or intangible rights or interests, on such terms and conditions, and under such covenants, as attorney-in-fact shall deem proper;

D. To maintain, repair, improve, manage, insure, rent, lease, sell, convey, subject to liens, mortgage, subject to deeds of trust and hypothecate, and in any way or manner deal with any part of any real or personal property, tangible or intangible rights or interests, that I now own or may subsequently acquire, in my behalf, and in my name and under such terms and conditions, and under such covenants, as attorney-in-fact shall deem proper;

MICHAEL SMILEY ROWE
Attorney at Law
P. O. Box 2080 • Minden, NV 89423
(702) 782-8141

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MICHAEL SMILEY ROWE
Attorney at Law
P. O. Box 2080 • Minden, NV 89423
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1 E. To conduct, engage in and transact any and all
2 lawful business of whatever nature or kind, on my behalf, and in
3 my name; and

4 F. To make, receive, sign endorse, execute,
5 acknowledge, deliver and possess such applications, contracts,
6 agreements, options, covenants, conveyances, deeds, trust deeds,
7 security agreements, bills of sale, leases, mortgages,
8 assignments, insurance policies, bills of lading, warehouse
9 receipts, documents of title, bills, bonds, debentures, checks,
10 drafts, bills of exchange, letters of credit, notes, stock
11 certificates, proxies, warrants, commercial paper, receipts,
12 withdrawal receipts and deposit instruments relating to accounts
13 or deposits in, or certificates of deposit of, banks, savings and
14 loan or other institutions or associations, proofs of loss,
15 evidences of debts, releases, satisfaction of mortgages, liens,
16 judgments, security agreements and other debts and obligations,
17 and such other instruments in writing of whatever kind and nature
18 as may be necessary or proper in the exercise of the rights and
19 powers granted.

20 I grant to my attorney-in-fact full power and authority to
21 do, take and perform all and every act and thing whatsoever
22 requisite, proper and necessary to be done, in the exercise of any
23 of the rights and powers granted, as fully to all intents and
24 purposes as I might or could do if personally present, with full
25 power of substitution, revocation, ratifying and confirming all
26 that attorney-in-fact, or a substitute or substitutes, shall
27 lawfully do or cause to be done by virtue of this power of
28 attorney and the rights and powers granted.

This instrument is to be construed and interpreted as a
general power of attorney. The enumeration of specific items,
rights or powers is not intended to, nor does it, limit or
restrict, and is not to be construed or interpreted as limiting or
restriction, the general powers granted to attorney-in-fact.

The rights, powers, and authority of attorney-in-fact granted
shall commence and be in full force and effect from the date of
this instrument. Such rights, powers and authority shall remain
in full force and effect thereafter until revoked in writing by
me.

Dated this 11-24-97 day of November, 1997.


DEANNE PHILLIPS

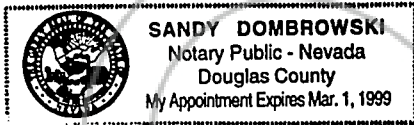
A C K N O W L E D G E M E N T

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2 STATE OF NEVADA)
3) ss.
4 COUNTY OF DOUGLAS)

5 On November 24, 1997, before me, the undersigned, a
6 Notarial Officer in and for said County and State, personally
7 appeared DEANNE PHILLIPS, known to me to be the person whose name
8 is subscribed to the within instrument and acknowledged that she
9 executed the same.

10 Signed and sworn to before me
11 on this 24th day of November, 1997,
12 by Deanne Phillips.

13 *Sandy Dombrowski*
14 NOTARIAL OFFICER



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MICHAEL SMILEY ROWE
Attorney at Law
P. O. Box 2080 • Minden, NV 89423
(702) 782-8141

25 REQUESTED BY
Michael Smiley Rowe
26 IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

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LINDA SLATER
RECORDER
\$ 9.00 PAID 2 DEPUTY