

POWER OF ATTORNEY
(Special)

WARNING: THIS DOCUMENT GIVES YOUR ATTORNEY-IN-FACT THE POWER TO ACT FOR YOU IN ANY WAY YOU COULD ACT FOR YOURSELF. IT MAY BE IN YOUR BEST INTEREST TO CONSULT WITH AN ATTORNEY TO EXPLAIN ANYTHING ABOUT THIS FORM THAT YOU DO NOT UNDERSTAND. YOU HAVE THE RIGHT TO REVOKE OR TERMINATE THIS POWER OF ATTORNEY AT ANYTIME.

KNOWN ALL MEN BY THESE PRESENTS: That: I, **DONALD D. SMITH**
the undersigned (jointly and severally, if more than one) do hereby appoint **KAREN A. SMITH**
as my exclusive, true and lawful Attorney-in-Fact in my capacity, for me and in my name, for the special and limited purpose(s) of

DOCUMENTS FOR THE SALE OF REAL PROPERTY IN LOS ANGELES COUNTY, CALIFORNIA AND THE PURCHASE OF REAL PROPERTY IN DOUGLAS COUNTY, NEVADA.

with respect to REAL PROPERTY IN LOS ANGELES COUNTY, BRIEFLY DESCRIBED AS 5205 BRAYTON AVENUE, LONG BEACH, LOS ANGELES COUNTY, CALIFORNIA AND REAL PROPERTY IN DOUGLAS COUNTY, NEVADA, BRIEFLY DESCRIBED AS 1380 KIMMERLING, GARDNERVILLE, NEVADA.

Legal Description

For such limited and special purposes, said Attorney(s) is/are hereby authorized in Principal's name, and for Principal's use and benefit:

(A) to loan, advance, defer payment of, demand, sure for, collect, and receive all sums of money, debts, accounts, legacies, bequests, interests, dividends, annuities, and demands as are now or shall hereafter become due, owing, payable, or belonging to Principal, and take all lawful means in the name of Principal for the recovery thereof and to compromise the same, and give satisfaction, releases or discharges for the same:

(B) to buy and sell land, exchange, mortgage, hypothecate, foreclose, assign, transfer, convey and in any lawful manner deal in and with land, make contracts of every kind relative to land, any interests therein or the possession thereof, and take possession and exercise control over the use thereof:

(C) to buy, sell, exchange, mortgage, hypothecate, foreclose, assign, transfer, convey and in any lawful manner deal in and with goods, wares, and merchandise, choses in action, certificates or shares of capital stock, and other property in possession or in action, and to make, do and transact all and every kind of business or whatever nature:

(D) to execute, acknowledge and deliver contracts of sale, escrow instructions, deeds, leases (including both oil and gas and community oil and gas leases), assignments of leases, covenants, agreements, assignments of agreements, mortgages, conveyances in trust to secure indebtedness or other obligations, and assign the beneficial interest thereunder, subordination's of liens or encumbrances, indemnities, bills of lading, bills, bonds, notes, receipts, evidences of debt, requests for partial or full reconveyance of deeds of trust, releases and satisfactions of mortgages, judgments, and other debts, and other instruments in writing of whatever kind and nature, all upon such terms and conditions and under such covenants as said Attorney shall provide.

(E) to receive any Notice of Right to Cancel under the Truth in Lending Act on my behalf, to modify or waive my right to rescind to pass without exercising such right to rescind, and to confirm that such right to rescind has not been exercised.

(F) to sign, seal, execute, deliver and acknowledge such instruments in writing of whatever kind and nature as may be necessary or proper in the premises.

(G) To receive and endorse check for net proceeds of loan or hypothecation of Note

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GIVING AND GRANTING to said Attorney full power and authority to do all and every act and thing whatsoever requisite and necessary to be done relative to any of the foregoing as fully to all intents and purposes as Principal might or could do if personally present.

All that said Attorney shall lawfully do or cause to be done under the authority of this Power of Attorney is expressly approved, ratified and confirmed.

Signed this 20TH day of MARCH, 2000

Donald D. Smith
DONALD D. SMITH

(your signature)

CERTIFICATE OF ACKNOWLEDGMENT OF NOTARY PUBLIC

STATE OF NEVADA
COUNTY OF DOUGLAS } ss

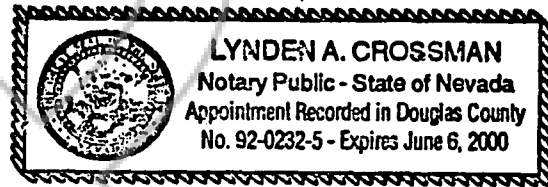
This instrument was acknowledged before me on

MARCH 20, 2000

by DONALD D. SMITH

WITNESS my hand and official seal.

Lynden A. Crossman
Notary Public



(This area for official notarial seal)

SPACE BELOW THIS LINE FOR RECORDER'S USE

**RECORDING REQUESTED BY
Western Title Company, Inc.
AND WHEN RECORDED MAIL TO**

Name KAREN A. SMITH
Street Address 778 LASSEN WAY
City, State GARDNERVILLE NV
Zip 89410
Order No. _____

REQUESTED BY
Karen Smith
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

2000 MAR 20 PM 12: 22

LINDA SLATER
RECORDER

\$ 8.00 PAID ALB DEPUTY

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