

141
GENERAL POWER OF ATTORNEY
with Durable Provision pursuant to NRS 111.460

KNOW ALL MEN BY THESE PRESENTS:

That Ruth Marie Linton the undersigned Grantor, who currently resides at the street address of 1948 Austin Street in the City of Gardnerville, in the County of Douglas State of Nevada, has made, constituted and appointed, and by these presents do make, constitute and appoint; Linda Lee Shain, the undersigned Appointee, who currently resides at the street address of 24832 Paseo Primario in the City of Calabasas, State of California, as my true and lawful Attorney-in-Fact for me and in my name, place and stead and for my use and benefit to:

- (a) To transact business of any kind or class and as my act to ask for, demand, sue, recover, collect and receive each and every sum of money, debt, account, legacy, bequest, interest, dividend, annuity and demand (which now is or hereafter shall become due, owing, payable) belonging to or claimed by me, and to use and take any lawful means for the recovery thereof by legal process or otherwise, in my name for the recovery thereof, by attachments, arrests, distress or otherwise, to execute and deliver a satisfaction or release therefor, together with the right and power to compromise or compound any claim or demand and agree for the same, and acquittance, or other sufficient discharges for the same, for me, and in my name, to make, seal and deliver; to bargain, contract, agree for, purchase, receive, and take lands, tenements, hereditament and accept the seizing and possession of all lands and all deeds and other assurances in the law therefor, and to lease, let, demise, bargain, sell, remise, release, convey, mortgage and hypothecate lands, tenements and hereditament, upon such terms and conditions, and under such covenants, as my Appointee shall deem fit and proper.
- (b) To exercise any or all of the following powers as to real property, any interest therein and/or any building thereon. To contract for, bargain and agree for, sign, seal, execute, deliver and acknowledge such deeds, buy, purchase, receive and take possession thereof and of evidence of title thereto, to lease the same for any term or purpose, to lease, assignments of leases, covenants, indentures, mortgages, satisfaction of mortgages, leases for business, residence, and oil and/or mineral development, to sell, exchange, grant or convey the same with or without warranty, and to mortgage, transfer in trust, or otherwise encumber or hypothecate the same to secure payment of a negotiable or non-negotiable note or performance of any obligation or agreement.
- (c) To exercise any or all of the following powers as to all kinds of personal property and goods, in any and every way and manner deal in and with goods, wares and merchandise, chooses in action and other property in possession or in action. To contract for, buy, sell, exchange, transfer, make, do, and transact all and every kind of business of whatever nature or kind, bills of lading, bills, bonds, notes, stock certificates, drafts and checks, receipts, evidence of debts, releases, judgements and other debts, and such other instruments in writing of whatever kind and nature as may be necessary or proper in the premises, any legal manner, deal in and with the same, in my name and as my act and deed.
- (d) To borrow money and to execute and deliver negotiable or non-negotiable notes therefor with or without security, and to loan money and receive negotiable or non-negotiable notes therefor with such security as my Appointee shall deem fit and proper.
- (e) To create, amend, supplement and terminate any trust and to instruct and advise the trustee of any trust wherein I am or may be trustor or beneficiary, to represent and vote stock, exercise stock rights, accept and deal with any dividend, distribution or bonus, join in any corporate financing, reorganization, merger, liquidation, consolidation or other action and the extension, compromise, conversion, adjustment, enforcement or foreclosure, singularly or in conjunction with others of any corporate stock, bond, note, debenture or other security, to compound, compromise, adjust, settle and satisfy any obligation, secured or unsecured, owing by or to me and to give or accept any property and/or money whether or not equal to or less in value than the amount owing in payment, settlement or satisfaction thereof.

GIVING AND GRANTING unto my said attorney full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done in and about the premises, as fully to all intents and purposes as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that my said attorney, or any substitute or substitutes that my Attorney may choose, shall lawfully do or cause to be done by virtue of these presents. The powers and authority hereby conferred upon my said Attorney shall be applicable to all real and personal property or interests therein now owned or hereafter acquired by me and whatever situate.

WARNING: THIS IS AN IMPORTANT LEGAL DOCUMENT AND MUST BE RECORDED WITH THE COUNTY RECORDERS OFFICE PURSUANT TO NRS 111.450. TO REVOKE THIS POWER OF ATTORNEY THE REVOCATION MUST BE RECORDED IN THE COUNTY RECORDERS OFFICE. Before executing this document. (a) Read this document very carefully. (b) This document may provide the person you designate as your attorney in fact with broad powers to administer, manage, dispose, sell, transmit and convey your real and personal property and to borrow money using your property as security for the loan. (c) These powers will exist for an indefinite period of time unless you limit their duration in this document. (d) These powers will continue to exist notwithstanding your subsequent disability or incapacity. (e) You have the right to revoke or terminate this power of attorney. (f) If there is anything about this form that you do not understand, we urge you to seek competent legal advice.

DURABLE CLAUSE NRS 111.460: (YOU MUST INITIAL ONE OF THE CLAUSES STATED BELOW)

X RML "THIS POWER OF ATTORNEY IS NOT AFFECTED BY THE DISABILITY OF THE PRINCIPAL" -- OR --

"THIS POWER OF ATTORNEY BECOMES EFFECTIVE UPON THE DISABILITY OF THE PRINCIPAL" and remains in effect only during such time periods as I may be mentally or physically incapacitated and unable to care for my own needs or to make competent decisions as are necessary to protect my interests or conduct my affairs.

X Ruth Marie Linton Signature of Grantor (must be notarized)
X Ruth Marie Linton Print or type name here

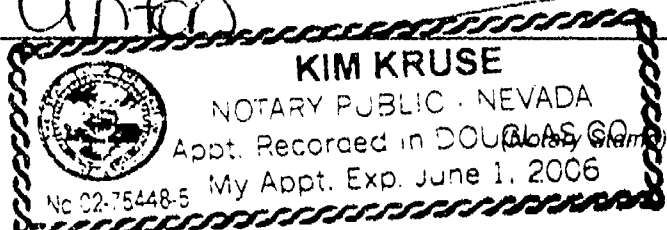
Linda Lee Shain Signature of Appointee/Attorney-in-Fact
Linda Lee Shain Print or type name here

STATE OF Nevada)
COUNTY OF Carson)

This instrument was acknowledged before me on (date) 2-28-03

By (person appearing before notary public) Ruth Marie Linton

Kim Kruse Notary Public
My commission expires: 6-1-06



RECORDING REQUESTED BY AND MAIL TAX STATEMENT TO

Name: Linda Lee Shain
Address: 24832 Paseo Primario
City/State/Zip: Calabasas, CA 91302

THIS SPACE FOR RECORDERS USE ONLY

REQUESTED BY
Linda L Shain
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

2003 FEB 28 AM 11:52

RECORDED
DEPUTY

PAID 14.00