



KAREN ELLISON, RECORDER

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ALLING & JILLSON, LTD.

AND WHEN RECORDED MAIL TO:

ALLING & JILLSON, LTD.
Post Office Box 3390
Lake Tahoe NV 89449-3390

**DURABLE GENERAL POWER OF ATTORNEY
FOR MANAGEMENT OF PROPERTY AND PERSONAL AFFAIRS
FOR MARY C. MILLER**

I, Mary C. Miller, a resident of Douglas County, appoint my daughter, Susan Watkins and son, John Anthony Schopf, as my Co-Attorneys-In-Fact, if either is unable to serve (by reason of death, incapacity, or any other reason), I appoint the remaining Attorney-In-Fact to continue act as my Attorney-In-Fact. Either Attorney-In-Fact may act independent of the other:

I intend to create a Durable, Power of Attorney (herein referred to as "this Power") pursuant to *N.R.S.* Chapter 162.A but specifically not including Section 162.A.700 and following relating to health care decisions. This Power shall become effective immediately upon execution of this instrument by me.

I give my Attorney(s)-In-Fact the powers specified in this Power with the understanding that they will be used for my benefit and on my behalf and will be exercised only in a fiduciary capacity.

1. POWERS

1.1 Real and Personal Property: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable for the management or maintenance of any real or personal property in which I own an interest when this Power is

executed, or in which I later acquire an interest, including the power to acquire, sell, and convey ownership of property; control the manner in which property is managed, maintained, and used; change the form of title in which property is held; satisfy and grant security interests and other encumbrances on property; obtain and make claims on Insurance policies covering risks of loss or damage to property; accept or remove tenants, collect proceeds generated by property; ensure that any needed repairs are made to property; exercise rights of participation in real estate syndicates or other real estate ventures; make improvements to property; and perform any other acts described in *N.R.S.* Chapter 162.A, except those acts that conflict with or are limited by a more specific provision in this Power.

1.2 Securities: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable with respect to any securities that I own when this Power becomes effective, or that are acquired thereafter, including the power to purchase and sell securities; exercise voting rights with respect to securities; collect dividends, interest, and any other proceeds generated by securities; transfer title to securities; and perform any other acts described in *N.R.S.* Chapter 162.A.500, except those acts that conflict with or are limited by a more specific provision in this Power. For the purposes of this paragraph, the term “securities” includes stocks, bonds, mutual funds, and all other types of securities and financial instruments, except commodity futures contracts and call and put options on stocks and stock indexes.

1.3 Financial Institutions: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable in connection with any financial institution in which I have an account or an interest in an account when this Power is executed, or in which I later acquire an account or an interest in an account, including the power to continue, modify, or terminate existing accounts; open new accounts; draw,

endorse, and deposit checks, drafts, and other negotiable instruments; prepare, receive, and deliver financial statements; establish, maintain, or close safe deposit boxes; borrow money; apply for and receive travelers checks and letters of credit; extend payment periods with respect to commercial paper; and perform any other acts described in *N.R.S.* Chapter 162.A.520, except those acts that conflict with or are limited by a more specific provision in this Power. For the purposes of this paragraph, the term “financial institution” includes, but is not limited to, banks, trust companies, savings banks, commercial banks, building and loan associations, savings and loan companies or associations, credit unions, industrial loan companies, thrift companies, and brokerage firms.

1.4 Business Operations: I give my Attorney(s)-In-Fact the power to take any, actions necessary or desirable in connection with any business venture in which I have an interest when this Power is executed, or in which I later acquire an interest, including the power to execute and enforce my obligations and rights as a partner in any general or limited partnership to the extent permitted by law and any applicable partnership agreement; enforce my rights as the holder of a bond or similar instrument issued by any business in which I have an interest; discharge my duties and enforce my rights in any sole proprietorship; expand, recapitalize, or reorganize any business to the extent my interest in that business allows; collect proceeds generated by any business in which I have an interest and to which I am entitled; sell or liquidate my interest in a business; and perform any other acts described in *N.R.S.* Chapter 162.A.530, except those acts that conflict with or are limited by a more if specific provision in this Power.

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1.5 Insurance and Annuities: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable with respect to any insurance or annuity contracts in which I have an interest when this Power is executed, or in which I later acquire an interest, including the power to acquire additional insurance coverage of any type or additional annuities; continue existing insurance or annuity contracts; agree to modifications in the terms of insurance or annuity contracts in which I have an interest; borrow against insurance or annuity contracts in which I have an interest, to the extent allowed under the contract terms; change beneficiaries under existing contracts and name beneficiaries under new contracts, including the power to designate my Attorney(s)-In-Fact as the beneficiary; receive dividends, proceeds, and other benefits generated by the contracts; transfer interests in insurance or annuity contracts to the extent permitted under the terms of those contracts; and perform any other acts described in *N.R.S.* Chapter 162.A.540, except those acts that conflict with or are limited by a more specific provision in this Power.

1.6 Retirement Plans: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable in order to maintain or participate in any retirement plan in which I have an interest when this Power is executed, or in which I later acquire an interest, including the power to select the manner in which benefits under the plan are to be paid; designate beneficiaries under the plan, including the power to designate my Attorney(s)-In-Fact as the beneficiary; make voluntary contributions to the plan; make rollovers in one plan into another, to the extent authorized by the plan, borrow from the plan and sell the assets of the plan; and perform any other acts described in *N.R.S.* Chapter 162.A.590, except those acts that conflict with or are limited by a more specific provision in this Power.

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1.7 Estate, Trust and Other Beneficiary Transactions: I give my Attorney(s)-In-Fact the power to take any actions necessary or desirable in order to act, to the extent an agent is permitted to do so by law and by any controlling instrument, with respect to any estate or trust in which I have an interest when this Power is executed, or in which I later acquire an interest, including the power to receive payments to which I am entitled from any estate or trust; participate in all proceedings concerning any estate or trust in which I have an interest; execute disclaimers of any interests I may have in any estate or trust; convey or release any contingent interests I may have in any estate or trust, except those acts that conflict with or are limited by a more specific provision in this Power. For the purposes of this paragraph, the term “estate or trust” means all matters that affect a trust, probate estate, guardianship, conservatorship, escrow, custodianship, or other fund from which I am, may become, or claim to be entitled, as a beneficiary, to a share or payment. The powers described in this paragraph do not include the power to create, modify, or revoke trusts.

1.8 Nomination of Guardian: Pursuant to *NRS* 159.061(1), I appoint the Agents named above as my Co-Guardians to serve without bond. In addition to all other powers granted herein and by law, the above-named Agents, as Co-Guardians and as Attorneys-In-Fact, shall have all of the powers set forth in *NRS* 163.265 through 163.410, as well as 163.570, which are incorporated herein by this reference.

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1.9 All Other Matters: Except for those actions that conflict with or are limited by another provision in this Power, I give my Attorney(s)-In-Fact the power to act as my alter ego with respect to all matters and affairs that are not included in the other provisions in this Power, to the extent that a principal can act through an agent. This paragraph does not authorize my Attorney(s)-In-Fact to make health care decisions, as defined in *N.R.S. 162.A.700* .

1.10 Incidental Powers: In connection with the exercise of any of the powers described in the preceding paragraphs, I give my Attorney(s)-In-Fact full authority, to the extent that a principal can act through an agent, to take all actions necessary, proper, or convenient, to the extent that I could take such actions myself, including the power to prepare, execute, and file all documents and maintain records; enter into contracts; hire, discharge, and pay reasonable compensation to attorneys, accountants, expert witnesses, or other assistants; engage in litigation regarding a claim in favor of or against me; execute, acknowledge, seal, and deliver any instrument; and perform any other acts as provided for under Nevada Law, except those acts that conflict with or are limited by a more specific provision in this Power.

2. AMPLIFYING PROVISIONS

2.1 Reimbursement for Costs and Expenses: My Attorney(s)-In-Fact shall be entitled to reimbursement from my property for expenditures properly made in the execution of the powers conferred by me in this Power. My Attorney(s)-In-Fact shall keep records of any such expenditures and reimbursement.

2.2 Reasonable Compensation: My Attorney(s)-In-Fact shall be entitled to reasonable compensation for the services rendered in the execution of any of the powers conferred in this Power. In determining the reasonableness of compensation, all relevant factors shall be taken into consideration, including, but not limited to, the

time expended by my Attorney(s)-In-Fact, the value of the property over which my Attorney(s)-In-Fact exercises control and management, and the complexity of the transactions entered into by my Attorney(s)-In-Fact. My Attorney(s)-In-Fact may make the payment of such amount from my assets every month. My Attorney(s)-In-Fact shall keep records that include the amount of time spent in performing the services, a description of the services performed, and the amount of compensation paid for each such time period.

2.3 Reliance by Third Parties: To induce third parties to rely upon the provisions of this Power, I for myself and on behalf of my heirs, successors, and assigns, hereby waive any privilege that may attach to information requested by my Attorney(s)-In-Fact in the exercise of any of the powers described herein. Moreover, on behalf of my heirs, successors, and assigns, I hereby agree to hold harmless any third party who acts in reliance upon this Power for damages or liability incurred as a result of that reliance.

2.4 Ratification: I ratify and confirm all that my Attorney(s)-In-Fact does or causes to be done under the authority granted in this Power. All instruments of any sort entered into in any manner by my Attorney(s)-In-Fact shall bind me, my estate, my heirs, successors, and assigns.

2.5 Exculpation of My Attorney-In-Fact: My Attorney(s)-In-Fact shall not be liable to me or any of my successors in interest for any action taken or not taken in good faith, but shall be liable for any willful misconduct or gross negligence.

2.6 Revocation and Amendment: I revoke all prior General Powers of Attorney that I may have executed and I retain the right to revoke or amend this document and to substitute other attorneys-in-fact in place of my Attorney(s)-In-Fact. Amendments to this document shall be made in writing by me personally (not by my

Attorney(s)-In-Fact) and they shall be attached to the original of this document and recorded in the same county or counties as the original if the original is recorded.

3. GENERAL PROVISIONS

3.1 Signature of Attorney-In-Fact: My Attorney(s)-In-Fact shall use the following form when signing on my behalf pursuant to this Power: “Mary C. Miller, by _____, Attorney(s)-In-Fact.”

3.2 Photostatic Copies: Persons dealing with my Attorney(s)-In-Fact may rely fully on a photostatic copy of this Power.

3.3 Severability: If any of the provisions of this Power are found to be invalid for any reason, such invalidity shall not affect any of the other provisions of this Power, and all invalid provisions shall be wholly disregarded.

3.4 Governing Law: All questions pertaining to validity, interpretation, and administration of this Power shall be determined in accordance with the laws of Nevada.

3.5 Explanation of Durable Power for Property Management: I understand that this Power is an important legal document. Before executing this document, my lawyer explained to me the following: (1) this document provides my Attorney(s)-In-Fact with broad powers to dispose of, sell, convey and encumber my real and personal property; (2) the powers granted in this Power will exist for an indefinite period of time unless I limit their duration by the terms of this Power or revoke this Power, and they will continue to exist notwithstanding my subsequent disability or incapacity; and (3) I have the right to revoke or terminate this Power at any time.

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This Durable Power of Attorney is executed by me on February 29, 2016, at Douglas County, Nevada.

Mary C. Miller
Mary C. Miller

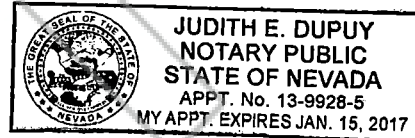
ACKNOWLEDGMENT

STATE OF NEVADA)
) ss.
COUNTY OF DOUGLAS)

On February 29, 2016, before me, Judith E. DuPuy, personally appeared Mary C. Miller, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that she executed the same in her authorized capacity, and that by her signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

Judith E. DuPuy
NOTARY PUBLIC



LAWYER'S CERTIFICATE

I am a lawyer authorized to practice law in the State of Nevada and the Principal was my client at the time this power of attorney was executed. I have advised my client concerning her rights in connection with this power of attorney and the applicable law and the consequences of signing or not signing this power of attorney, and my client, after being so advised, has executed this power of attorney.

DATED: February 29, 2016

Ronald D. Alling
Ronald D. Alling