

(c) To apply for, and receive, any loan on the security of any contract of insurance, to surrender and receive the cash surrender value, to exercise any election or conversion rights, and to demand, receive or obtain any money, dividend or other thing of value to which I am or to which I may become entitled as the proceeds or other return or profit arising out of any contract of insurance or of any one or more of the insurance transaction herein enumerated.

7. REPRESENTATION AND EMPLOYMENT OF ASSISTANCE: (a) On my behalf and in my name or the name of my Attorney, to institute, prosecute, appear in, defend, compromise, arbitrate, settle, or dispose of any legal, equitable or administrative hearings, actions, suits, attachments, claims or other proceedings, to which I am or may become a party or in which I have an interest, and to engage and dismiss counsel in connection therewith.

(b) To hire, engage, employ and appoint agents, employees and counsel upon such terms and conditions and at such compensation as my said Attorney-in-Fact shall deem proper in the exercise of the powers herein granted; to dismiss and remove at pleasure any such agents, employees and counsel, as well as any agents, employees and counsel heretofore or hereafter employed by me or in my behalf.

8. MISCELLANEOUS: (a) To sign, seal, acknowledge, and deliver any instrument necessary to accomplish any of the powers herein granted;

(b) To modify, reform, renegotiate or rescind any contract or obligation heretofore or hereafter made by me or my behalf.

GENERAL PROVISIONS

(a) All business transacted hereunder for me or for my account shall be transacted in my name, and all endorsements and instruments executed by my Attorney-in-Fact for the purpose of carrying out any of the foregoing powers, shall contain my name, followed by that of my Attorney-in-Fact and the designation, "Attorney-in-Fact";

(b) This instrument is to be construed and interpreted as a general power of attorney. The enumeration of specific items, rights, acts or powers herein is not intended to, nor does it, limit or restrict, and is not to be construed or interpreted as limiting or restricting, the general powers herein granted as to said Attorney-in-Fact;

(c) I do hereby ratify and confirm all lawful acts done and caused to be done by my said Attorney-in-Fact, pursuant to this Power of Attorney, including anything which may be done between the revocation of these presents by death, or in any manner, and notice of such revocation reaching said Attorney-in-Fact.

(d) I do hereby covenant and agree that my Attorney-in-Fact shall have no liability for any acts or deeds executed by my Attorney-in-Fact hereunder except for willful misconduct done in bad faith.

(e) If the authority contained herein shall be revoked or terminated by operation of law without notice, I hereby agree for myself, my executors, administrators, heirs and assigns, in consideration of my attorney's willingness to act pursuant to