

subdivision or instrumentality thereof, or any private person, firm, corporation or partnership; and to prepare, sign and submit any and all forms relating to Medicare, Medicaid, or other government or private health plans;

(iii) To have access at any time or times to any safe deposit box rented by me, wheresoever located, and to remove all or any part of the contents thereof, and to surrender or relinquish said safe deposit box, and any institution in which any such safe deposit box may be located shall not incur any liability to me or my estate as a result of permitting Attorney to exercise this power.

(D) Operating Business

To continue and operate any business owned by me and to do any and all things deemed needful or appropriate by my Attorney, including the power to incorporate the business and to put additional capital into the business for such time as Attorney shall deem advisable, without liability for loss resulting from the continuance or operation of the business except for Attorney's own negligence; and to close out, liquidate, or sell the business at such time and upon such terms as Attorney shall deem best.

(E) Securities

(i) To sell or exercise stock subscription or conversion rights;

(ii) To refrain from voting or to vote shares of stock owned by me at shareholder's meetings in person or by special, limited, or general proxy and in general to exercise all the rights, powers and privileges of an owner in respect to any securities constituting my property;

(iii) To participate in any plan of reorganization or consolidation or merger involving any company or companies with respect to stock or other securities which I own and to deposit such stock or other securities under any plan of reorganization or with any protective committee and to delegate to such committee discretionary power with relation thereto, to pay a proportionate part of the expenses of such committee and any assessments levied under any such plan, to accept and retain new securities received by Attorney pursuant to any such plan, to exercise all conversion, subscription, voting and other rights, of whatsoever nature pertaining to such property, and to pay any amount or amounts of money as Attorney may deem advisable in connection therewith.

(F) Tax Powers

To prepare, execute and file joint or separate income and other tax returns and amended returns and declarations of estimated tax for any year or years; to prepare, execute and file gift tax returns made by me or by Attorney on my behalf for any year or years; to consent to any gift and to utilize any gift splitting provision; to utilize or make any tax election; and to prepare, sign, and file claims for refund or any tax and other governmental reports, applications, requests and documents.

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