

(d) To take possession and order the removal and shipment of any of my property from or to any warehouse, or other place of storage, safekeeping, or use, and to execute and deliver any release, receipt, shipping ticket, certificate, or other instrument necessary or convenient for such purposes.

3. BUSINESS TRANSACTIONS: To demand, sue for, recover, receive, compromise, settle, adjust and pay all accounts, legacies, and any and all other obligations, which may now or hereafter be due, owing or payable by or to me, and to carry on, transact every kind of business on my behalf, in my name or jointly in my name and that of any other person or persons, including my Attorney-in-Fact, including but not limited to, transactions concerning any and all investments and shares of stock, bonds, securities, certificates of deposit and savings or checking accounts, on such terms, considerations and conditions as my Attorney-in-Fact may deem proper and to invest and reinvest and exchange investments, and to execute and deliver good and sufficient instruments for the accomplishment thereof, and to act as my attorney or proxy with respect to any stocks, share, bonds or other investments, rights or interests as I may now or hereafter hold.

4. BANKING TRANSACTIONS: (a) To deposit or withdraw for any purpose, in or from any bank, savings and loan associations, trust company or other financial institution, any funds, or other credits which I now or thereafter may have on deposit or be entitled to, and to endorse, cash and receive the proceeds of any and all checks, or other orders for money, to open or close accounts, and to receive statements, notices, or other documents from any bank or other financial institution concerning any and all accounts or banking transactions in my name or in which I may have an interest.

(b) To have access for all purposes to any or all safety deposit boxes or vaults rented in my name or in the names of any other person or persons and myself, with full power to use the same for safekeeping any property or papers, and to remove therefrom at any time, or from time to time, all or any part of the contents of any such box or vault.

(c) To borrow money and to execute in my name any instrument evidencing indebtedness incurred on my behalf and to extend and renew the same, as well as any indebtedness heretofore incurred by me, for the payment of which I may in any way be liable, upon such terms, conditions and rates of interest as my Attorney-in-Fact shall deem advisable.

*Clifford M. Carter Pg 2*

5. TAXES: To make, sign, execute and file income and all other tax returns and declarations or estimated tax required to be made by me by any law or regulation of any government or governmental authority, to represent and act for me in all tax matters in any audit, examination, dispute or litigation, in any governmental department, board or court, to receive, endorse and collect checks in settlement of any refund of taxes, to execute consents agreeing to a later determination of taxes than is provided by statutes of limitation, to execute closing agreements relative to tax liabilities, to file claims for abatement, refund or credit taxes, to make any adjustments or settlements and to sign any and all receipts, waivers, settlements or agreements pertaining to any income or other taxes assessed against me or my property by law.

6. INSURANCE TRANSACTIONS: (a) To take out, pay the premiums on, modify, rescind, terminate, or execute any rights, privileges, or options of any contract of life, accident, health, disability, liability, property or other insurance presently owned by me or by any person on my behalf, or hereafter acquired.

(b) To procure new, different, or additional contracts of insurance on my life, or with respect to protecting me or my property from ill health, disability, accident, liability or loss.

(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 or obtain any money, dividend, or other thing of value to which I am or to which I become entitled as the proceeds or other return or profit arising out of transactions herein enumerated.