

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That I, Marion S. Searle, a married

woman dealing with my sole and separate property of Lake Forest, Illinois, have made, constituted

and appointed and by these presents do make, constitute and appoint Stewart R. Wilson, of Elko

County, Nevada, my true and lawful attorney, to act on my behalf as follows:

1. To execute all documents necessary to convey, transfer and assign a 99.5% interest in all real property (except mineral rights), water rights, range rights, livestock, equipment and other miscellaneous personal property which I will acquire from the dissolution of Maggie Creek Ranch, Inc., a Nevada corporation, to Maggie Creek Ranch LP, a Delaware limited partnership.

2. To execute all documents necessary to convey, transfer and assign a .5% interest in all real property (except mineral rights), water rights, range rights, livestock, equipment and other miscellaneous personal property which I will acquire from the dissolution of Maggie Creek Ranch, Inc., a Nevada corporation, to Maggie Creek Ranch LLC, a Delaware limited liability company.

3. To execute all documents necessary to convey and assign all mineral rights and mineral leases which I will acquire from the dissolution of Maggie Creek Ranch, Inc., a Nevada corporation, to Allfor Mineral LP, a Delaware limited partnership.

This power of attorney shall be binding on my heirs, executors and administrators

and shall remain in force up to the time of the receipt by my said attorney of a written revocation

signed by me.

Any action taken in good faith pursuant to the foregoing authority after my death,

but without actual knowledge of it, shall likewise be binding upon my heirs, executors and

administrators.

This Power of Attorney shall not be affected by my subsequent disability or

incapacity, whether temporary or permanent.

IN WITNESS WHEREOF, I have executed this Power of Attorney in

John F. Ford, Illinois, this 19th day of December 1997.

M. S. Seale

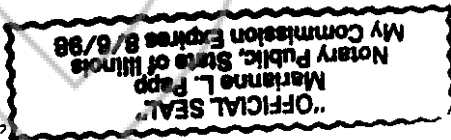
ACCEPTANCE

I hereby accept the foregoing appointment as Attorney-In-Fact for the above principal upon all of the stated terms and conditions.

John F. Ford, Illinois
Stewart R. Wilson

STATE OF Illinois
COUNTY OF Yape
ss.)
)

On December 19th, 1997, personally appeared before me, a Notary Public, M. S. Seale, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he/she executed the above instrument.

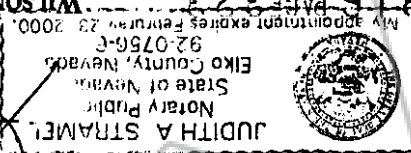


M. S. Seale
NOTARY PUBLIC

STATE OF NEVADA,
COUNTY OF ELKO,
ss.)
)

On December 24, 1997, personally appeared before me, a Notary Public, Stewart R. Wilson, personally known (or proved) to me to be the person whose name is subscribed to the above instrument who acknowledged that he executed the above instrument.

Judith A. Stramel
NOTARY PUBLIC



BOOK 316 PAGE 323
WILSON AND BARROWS, LTD.
ATTORNEYS AT LAW
442 COURT ST.
ELKO, NEVADA 89801

BOOK 1025 PAGE 558
2

BOOK 316 PAGE 322
OFFICIAL RECORDS
RECORDED AT THE REQUEST OF
Wilson & Barrows, Ltd
97 DEC 26 PM 3:22
EUREKA COUNTY NEVADA
M.H. MEDALEATI, RECORDER
FILE NO. 169354
FEES 9.00

STATE OF NEVADA
COUNTY OF ELKO, SS.
I, JERRY D. REYNOLDS, the duly elected and
qualified Recorder of Elko County, in the State of
Nevada, do hereby certify that this is a true, full
and correct copy of the instrument now on record
in this office. IN WITNESS WHEREOF, I have
hereunto set my hand and affixed the seal of my
office in Elko, Nevada this
day of December, A.D. 1997
JERRY D. REYNOLDS, COUNTY RECORDER
[Signature]

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420045
FEE 9.00
FILE#
REQUEST OF
Wilson & Barrows
97 DEC 24 PM 1:51
BK 1025 Pg 557
JERRY D. REYNOLDS
ELKO CO. RECORDER
BOOK 1025 PAGE 559