

**GENERAL POWER OF ATTORNEY UPON DISABILITY**

KNOW ALL MEN BY THESE PRESENTS, that I, **MARI ALICE KEPHART**, residing at Diamond Valley, County of Eureka, State of Nevada, make, constitute and appoint **RICHARD E. KEPHART**, residing at Diamond Valley, County of Eureka, State of Nevada, to be my lawful attorney-in-fact for me and to do any and all acts which I could do if personally present.

**THIS POWER OF ATTORNEY BECOMES EFFECTIVE ONLY UPON MY DISABILITY AND IS OPERATIVE ONLY DURING MY DISABILITY.**

**THIS POWER OF ATTORNEY**, for all purposes, terminates on my death or upon my proper revocation of this general power.

1. Disability shall exist whenever my primary medical physician states, in writing, that I am, because of mental or physical reasons or for any combination of such reasons, incapable of reasonably taking care of my personal and real property or the affairs of my estate. Said disability shall cease whenever my primary medical physician states, in writing, that I am capable of taking care of my personal and real property or the affairs of my estate.

2. I intend to give my attorney-in-fact the fullest powers possible and do not intend, by the enumeration of his powers, to limit or reduce them in any fashion.

3. Among the powers granted to my attorney-in-fact are:

- (a) **Receive Goods and Money**. To demand and sue for and recover and receive all debts, rents, interest, money, goods and chattel due to me or that may become due to me or which belong to

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me or to which I may be entitled to possession. In connection with these powers, my attorney-in-fact is authorized to execute and deliver receipts, releases and discharges. My attorney-in-fact is also empowered to make, endorse, accept or deliver, in my name or his name, commercial paper, agreements and other instruments that he deems necessary to carry out the powers granted to him by these presents.

- (b) **Conduct Business.** To carry on my business as being conducted by or in partnership or in corporate capacity with any other persons. In connection with the conduct of my business, my attorney-in-fact may recover all debts due or that become due to the business, pay all debts due to others, enter into agreements and other written instruments, employ people to further the conduct of the business, pay all taxes due from the business, and do all other acts that my attorney-in-fact deems necessary to carry on the business.
- (c) **Appear in Actions and Suits.** To appear, answer and defend all actions and suits that may be brought against me in my name, and in my stead, to compromise, settle or adjust them or any other claims against me in any manner that my attorney-in-fact deems proper.
- (d) **Sell, Transfer or Purchase Securities.** To purchase, sell or transfer stocks and bonds of any kind in my name or that of my attorney-in-fact and to execute and deliver any instruments required in connection with the purchase, sale or transfer.
- (e) **Manage Real Estate.** To take possession of any real estate that belongs to me or to which I may be entitled to possession and to receive any rents or profits that may be due from the real estate. In connection with these powers, my attorney-in-fact

is empowered to enter into new leases for any term, renew or extend existing leases for any term, and to sell, convey or mortgage any real estate affected by these presents. My attorney-in-fact is also empowered to commence and prosecute for me and in my name any suits or actions for the recovery of the possession of any real estate belonging to me or to which I may be entitled and for the rents and profits due from such real estate which is the subject of these presents.

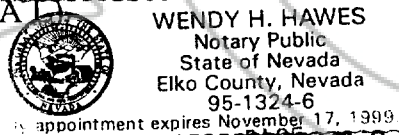
(f) **Appoint Other Attorneys-In-Fact.** To constitute, appoint and authorize my attorney-in-fact, with full power of revocation, appointment of other attorneys-in-fact for me to exercise any or all of the powers granted to my attorney-in-fact by these presents.

IN WITNESS WHEREOF, I have hereunto set my hand the 5<sup>th</sup> day of April, 1999.

*Mari Alice Kephart*  
 MARI ALICE KEPHART

STATE OF NEVADA    )  
                                   ) ss.  
 COUNTY OF ELKO    )

This instrument was acknowledged before me on this 5<sup>th</sup> day of April, 1999, by MARI ALICE KEPHART.

(S E A L)  
  
 WENDY H. HAWES  
 Notary Public  
 State of Nevada  
 Elko County, Nevada  
 95-1324-6  
 My appointment expires November 17, 1999

*Wendy H. Hawes*  
 NOTARY PUBLIC  
 My Commission Expires: 11/17/99

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 OFFICIAL RECORDS  
 RECORDED AT THE REQUEST OF  
*Goicoechea & Di Grazia Ltd*  
 99 APR -8 PM 1:41

EUREKA COUNTY NEVADA  
 M.N. REBALEATI, RECORDER  
 FILE NO. 172124  
 GOICOECHEA & DI GRAZIA, LTD.  
 ATTORNEYS AT LAW  
 530 IDAHO STREET - P.O. BOX 1358  
 ELKO, NEVADA 89801  
 FEES 9.00  
 (775) 738-8091

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172125

GRANT, BARGAIN AND SALE DEED

THIS INDENTURE, made and entered into this 5<sup>th</sup> day of April, 1999, by and between **RICHARD E. KEPHART and MARI ALICE KEPHART, husband and wife**, Grantors; and **RICHARD E. KEPHART and MARI ALICE KEPHART, Trustees of the R. E. and M. A. KEPHART FAMILY TRUST**, whose address is HC 62 Box 570, Eureka, Nevada, 89316, Grantees;

WITNESSETH:

That the Grantors, for and in consideration of the sum of TEN DOLLARS (\$10.00) lawful money of the United States of America, to them in hand paid by the Grantees, and other good and valuable consideration, the receipt whereof is hereby acknowledged, do by these presents, grant, bargain, sell, and convey unto the said Grantees, as Trustees of the **R. E. and M. A. KEPHART FAMILY TRUST**, and their substitutes, successors and assigns as Trustees thereunder, forever, all the Grantors' right, title and interest to that certain land situate, lying and being in the County of Eureka, State of Nevada, and more particularly described as follows:

Approximately 560 acres commonly known as the "Home Place" consisting of N1/2 of Section 24 and SW1/4; N1/2SE 1/4 of Section 24, Township 21 North, Range 53 East, MDB&M.

TOGETHER WITH all buildings and improvements situate thereon.

TOGETHER WITH the tenements, hereditaments, and appurtenances thereunto belonging or in anywise appertaining, and the reversion and reversions, remainder and remainders, rents, issues, and profits thereof.

TOGETHER WITH all springs, wells, water, water rights, stockwater and stockwater rights applied for, adjudicated, appropriated, decreed, vested or appurtenant to said land described hereabove, including all permits, applications, certificates, proofs and maps therefor relating to such water and water rights; and all headgates, culverts, ponds, reservoirs, dams, ditches, diversions, canals, in-ground pipelines, easements, well casings and troughs used in and applying water to beneficial use on said land described hereabove, including but not limited to the water rights enumerated under certificated State of Nevada Water Permit Nos. 26664 and 56652.

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TO HAVE AND TO HOLD the said premises unto the said Grantees, as Trustees of the R. E. AND M. A. KEPHART FAMILY TRUST, and to their substitutes, successors and assigns, forever.

IN WITNESS WHEREOF, the said Grantors have executed this Deed the day and year first hereinabove written.

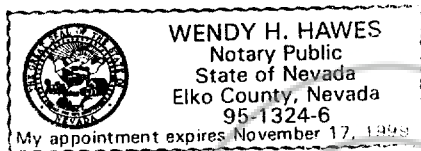
GRANTORS:

*Richard E Kephart*  
RICHARD E. KEPHART

*Mari Alice Kephart*  
MARI ALICE KEPHART

STATE OF NEVADA )  
  ) ss:  
COUNTY OF ELKO )

This instrument was acknowledged before me on April 5, 1999, by RICHARD E. KEPHART and MARI ALICE KEPHART.



*Wendy H Hawes*  
NOTARY PUBLIC  
My Commission Expires: 11/17/99

Grantee's Address  
HC 62 Box 570  
Eureka, NV 89316

APN 07-210-36

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EUREKA COUNTY NEVADA  
M.H. REBALEATI, RECORDER  
FILE NO. FEES \$8.00

172125

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**DECLARATION OF VALUE**

Recording Date 4-8-99 Book 326 Page 383 Instrument # 172125

Full Value of Property Interest Conveyed \$ N/A

Less Assumed Liens & Encumbrances N/A

Taxable Value (NRS 375.010, Section 2) \$ N/A

Real Property Transfer Tax Due \$ -0-

If exempt, state reason. NRS 375.090, Section 8. Explain:  
 Transfer is being made from husband and wife to their family trust without consideration.

APN#:

INDIVIDUAL	ESCROW HOLDER
<p>Under penalty of perjury, I hereby declare that the above statements are correct.</p> <p><u>Robert B. Goicoechea</u>                      _____                      Signature of Declarant</p> <p>Robert B. Goicoechea                      Goicoechea &amp; Di Grazia, Ltd.                      _____                      Name (Please Print)</p> <p>530 Idaho Street                      _____                      Address</p> <p>Elko, NV 89801                      _____                      City State Zip</p>	<p>Under penalty of perjury, I hereby declare that the above statements are correct to the best of my knowledge based upon the information available to me in the documents contained in the escrow file.</p> <p>_____                      Signature of Declarant</p> <p>_____                      Name (Please Print)</p> <p>_____                      Escrow Number</p> <p>_____                      Firm Name</p> <p>_____                      Address</p> <p>_____                      City State Zip</p>