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FILED

DEC 09 1986

Don W. Kramer
Bank One Tower
Suite 4225
Thurs 46410

DURABLE POWER OF ATTORNEY

Lashia O. Pruitt
AUDITOR LAKE COUNTY

I, the undersigned Edward Gay, a resident of 1590 Cleveland Street, Gary, Lake County, Indiana 46406 hereby appoint my wife, Lula Gay of 1590 Cleveland Street, Gary, Lake County, Indiana 46406 as my attorney in fact. In the event that my wife dies, resigns, of fails, ceases or is unable to act because of incapacity, I hereby appoint my son, Everett Gay of Grand Rapids, Michigan as my attorney in fact. All references herein to "my attorney in fact" refer to the attorney in fact acting at the pertinent time.

It is my intent to create a Durable Power of Attorney (herein referred to as "this Power") pursuant to Indiana Code 30-2-11-1 et. seq. This Power is effective immediately upon its execution, and shall not be effected by my subsequent disability or incapacity or lapse of time.

I give my attorney in fact the powers in Article I and elsewhere in this Power with the understanding that they will be used for my benefit and on my behalf and will be exercised only in a fiduciary capacity.

ARTICLE I.
POWERS

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD
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RUDOLPH CLAY
RECORDER

1.1 Powers Related to Property Management. I give my attorney in fact the following powers that may be necessary for the management of my property:

- (a) To collect and receive all sums of money, debts, interest, dividends, annuities, and demands whatsoever, that are now or shall hereafter become due, owing, payable or belonging to me, and to take all lawful steps for the recovery thereof, and to give receipts or other sufficient discharges for the same.
- (b) To lease, sublet, sell, transfer, release, convey and mortgage any real property owned by me or in which I have an interest upon the terms and conditions, and under the covenants that my attorney in fact believes proper and to execute and deliver deeds and conveyances therefor.

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- (c) To collect rents, disburse funds, hire professional property managers, lease to tenants, negotiate and renegotiate leases, renew any loan, and borrow against any real property owned by me or in which I have an interest.
- (d) To open, deposit into, withdraw from, and close any commercial, checking, savings or savings and loan account in my name or in which I have an interest or otherwise opened for my benefit, and to negotiate and endorse all checks, drafts or other instruments payable to me, or transfer any instrument with respect to any such account.
- (e) To have access to, and to remove the contents from, or to add to the contents of, any and all safety deposit boxes standing in my name or held jointly with others.
- (f) To collect, withdraw, and to receive from any bank, corporation, or other person monies owing to me from or on deposit with such bank, corporation, or other person, and to sign checks, drafts, orders or other instruments and receipts therefor.
- (g) To sign, execute, deliver and acknowledge such deeds, deeds of trust, covenants, indentures, agreements, mortgages, pledge agreements, notes, receipts, checks, bills of exchange, evidences of debts, releases and satisfactions of mortgage debts, judgment debts and other debts, and such other instruments in writing, of every kind and nature, as may be necessary or proper in the premises.
- (h) To collect on, compromise, endorse, borrow against, release, and recover any promissory note receivable, whether secured or unsecured, and any related deed of trust.
- (i) To purchase, sell and dispose of personal property of every kind and nature, including share of stock, bonds, notes, and other securities, and to sign, execute and deliver assignments and bills of sale therefor.
- (j) To vote at all meetings of shareholders, whether general, regular or special of any corporation of whose shares or of any of whose shares I am the owner or have an ownership interest in, the shares of stock of such corporation owned by me on any and all questions that may arise at or come before such meeting, and to do each and everything respecting such shares of stock, including the calling of meetings of directors or stockholders or making and giving consents and ratifications, and any and every other act or thing which I might or could do if I was personally present, intending hereby to confer upon my attorney in fact full power and authority to do, with reference to such shares of stock, any and everything whatsoever which I might myself do or could do as owner of such shares.
- (k) To open accounts with stockbrokers (on cash or margin); to buy, sell, endorse, transfer, and borrow against any shares of stock, bonds or other securities defined as such under Indiana Law.

- (l) To prosecute or defend any legal actions to which I may be a party.
- (m) To prepare or arrange to have prepared, execute, and file any tax returns (or other tax documents, including a power of attorney) for me including without limitation any federal or state income tax returns or gift tax returns, and to exercise options and elections and claim exemptions on such returns under the applicable tax laws; and to pay, contest, and compromise taxes, penalties, assessments upon my property or my income and any other taxes payable or claimed to be payable by me.
- (n) To borrow money and give as security assets of mine.
- (o) To cancel or continue use of my charge accounts and credit cards.
- (p) To open, read, and as appropriate, redirect, answer, or dispose of my mail.
- (q) To take possession of all important personal documents, including but not limited to, my Will, trust agreements, deeds, leases, policies of insurance on my life and property, contracts, and securities.
- (r) To enter into contracts, both oral and written, on my behalf.
- (s) To employ attorneys, investment counsel, accountants, and other persons to render services for and to my Estate and to pay the reasonable fees and compensation to such persons for their services.
- (t) To apply for and receive any government, insurance investment, and retirement benefits to which I may be entitled; and to exercise any right to elect benefits or payment options, and to terminate, to change beneficiaries or ownership, to assign rights, to borrow or receive cash value and return for the surrender of any or all rights under any of the following: (i) life insurance policies or benefits; (ii) annuity policies, plans or benefits; (iii) mutual fund and other dividend investment plans; and (iv) retirement, profit sharing, and employee welfare plans and benefits.

1.2 Powers Related to Health Care and Other Personal Affairs.

I give my attorney in fact the following powers that may be necessary to provide for my health care and other personal affairs:

- (a) To make health care decisions for me consistent with the laws of the State which is applicable to such circumstances. I understand that this power to make health care decisions may include consent, refusal of consent, or withdrawal of consent to any care, treatment, service, or procedure to maintain, diagnose, or treat my physical or mental condition. I further understand that this power to make health care decisions may include the power of consent that a doctor or other health care provider give treatment and the power to consent that such person stop treatment that might otherwise keep me alive.

- (b) To employ and discharge physicians, dentists, nurses, therapists, and other professionals, as my attorney in fact believes is necessary or desirable for my physical, mental, and emotional welfare; and to pay them reasonable compensation from my funds.
- (c) To request and receive information concerning my personal affairs or my physical or mental health, including medical, dental and hospital records, and to execute and any Releases or other documents required to obtain that information.

1.3 Incidental Powers. In connection with the exercise of the powers described in Article I or elsewhere in this Power, my attorney in fact shall have full power and authority to do and perform every act and thing whatsoever necessary, proper or convenient to be done as fully to all intents and purposes that I might or could do for myself.

ARTICLE II.

AMPLIFYING PROVISIONS

2.1 Ratification. I ratify and confirm all that my attorney in fact does or causes to be done under the authority granted in this Power of Attorney. All contracts, promissory notes, checks or other bills of exchange, drafts, other obligations, stock powers, instruments, and other documents, signed, endorsed, drawn, accepted, made, executed or delivered by my attorney in fact shall bind me, my Estate, my heirs, successors and assigns.

2.2 Exculpation of my Attorney in Fact. My attorney in fact shall not be liable to me or any of my successors in interest for any action taken or not taken in good faith, but shall be liable for any willful misconduct or gross negligence.

2.3 Revocation and Amendment. I revoke all prior General Powers of Attorney that I may have executed and I retain the right to revoke or amend this document and to substitute other attorneys in fact in place of my attorney in fact. Amendments to this document shall be made in writing by me personally (not by my attorney in fact) and shall be attached to the original of this document and recorded in the same county or counties as the original of this document, if the original is recorded.

ARTICLE III.

GENERAL PROVISIONS

3.1 Signature of Attorney in Fact. If acting for me in health care decisions, my attorney in fact shall use the following form when signing on my behalf pursuant to this Power: "Edward Gay by Lula Gay, his attorney in fact for health care." In other matters my attorney in fact shall use the following form when signing on my behalf pursuant to this Power: "Edward Gay by Lula Gay, his attorney in fact."

3.2 Photostatic Copies. Persons dealing with my attorney in fact my rely fully on a photostatic copy of this Power of Attorney.

3.3 Severability. If any of the provisions of this Power are found to be invalid for any reason, such invalidity shall not affect any of the other provisions of this Power, and all invalid provisions shall be wholly disregarded.

3.4 Attorney. This Power of Attorney was prepared by Thom W. Kramer, Attorney at Law, 1000 E. 80th Place, Suite 422, South Tower, Merrillville, Indiana 46410.

This Power of Attorney is executed by me on October 13th, 1986 at Gary, Indiana.

Edward Gay
EDWARD GAY

WITNESSED BY:

Alfonzo Best
Alfonzo Best
Annie B. Best
Annie B. Best

Acceptance by Attorney in Fact:

Lula Gay
LULA GAY
Everett Gay
EVERETT GAY, Alternate

DATED: 10-13-86

DATED: 10-13-86

DECLARATION OF WITNESSES

The undersigned attesting witnesses hereby declare under penalties of perjury and certify under the laws of the State of Indiana that the principal, Edward Gay is personally known to us, that the principal signed and acknowledged this Durable Power of Attorney in our presence;

that the principal appears to be of sound mind and under no duress, fraud or undue influence, and that we, the undersigned attesting witnesses are neither appointed as attorneys in fact by this document, and are not health care providers, employees of any health care providers, or the operator of or employees of any community health care facility.

The undersigned attesting witnesses further declare and state that they are not related to the principal, Edward Gay by blood, marriage or adoption, and to the best of our knowledge we are not entitled to any part of the Estate of Edward Gay upon his death under any Will now existing or by operation of law.

Dated at Gary, Indiana this 13th day of October, 1986.

Alfonzo Best
WITNESS Alfonzo Best

Annie B. Best
WITNESS Annie B. Best