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POWER OF ATTORNEY

OF

FRANCES WOODBURN

TO

HARRY T. WOODBURN

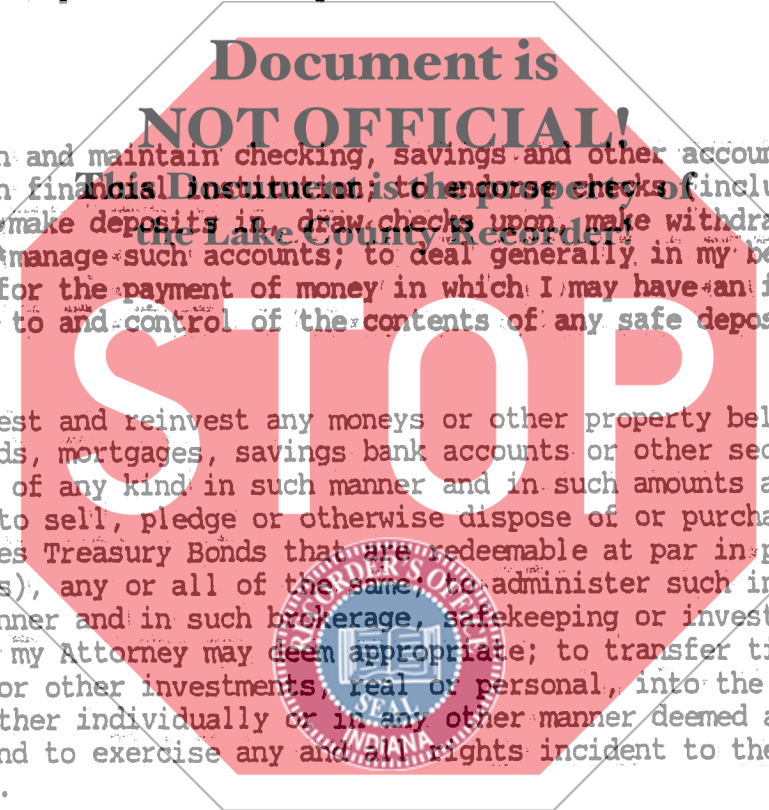
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I, the undersigned, do hereby nominate, constitute and appoint HARRY T. WOODBURN as my true and lawful attorney in fact to do and perform for me in my name, place and stead.

FILED FOR RECORD
MAR 12 8 41 AM '93
SARAH E. MILLER
RECORDER

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

My attorney is given full power and authority to do and perform all and every act and thing whatsoever requisite to be done, as fully to all intents and purposes as I might do if personally present and capable, hereby ratifying all that my said attorney or attorneys shall lawfully do or cause to be done, including but not limited to:



(1) To open and maintain checking, savings and other accounts in my name or otherwise in financial institutions; to endorse checks of including government checks); to make deposits in, draw checks upon, make withdrawals from and to utilize and manage such accounts; to deal generally in my behalf with any instrument for the payment of money in which I may have an interest; and to have access to and control of the contents of any safe deposit box rented in my name.

(2) To invest and reinvest any moneys or other property belonging to me in stocks, bonds, mortgages, savings bank accounts or other securities or investments of any kind in such manner and in such amounts as my Attorney may deem best; to sell, pledge or otherwise dispose of or purchase (including United States Treasury Bonds that are redeemable at par in payment of Federal estate taxes), any or all of the same; to administer such investments in whatever manner and in such brokerage, safekeeping or investment advisory accounts as my Attorney may deem appropriate; to transfer title to any securities or other investments, real or personal, into the name of the Attorney either individually or in any other manner deemed appropriate by the Attorney; and to exercise any and all rights incident to the ownership of such investments.

(3) To prepare, execute and file any income, gift or other tax return or claim, Federal, State or local, for which I am responsible or to which my property is subject, and to do all things reasonably necessary with respect thereto; to pay any taxes, duties or assessments, and collect any claims arising therefrom; to negotiate with the appropriate tax authorities, and to litigate and compromise any differences that may arise, with respect to any tax obligations.

(4) To make demand and accept payment for, reject or compromise all claims to which I may be entitled, or which may be asserted against me; to represent me in all legal actions or proceedings, whether instituted by or against me; to do all things reasonably necessary to the prosecution or defense of such action; to pay, adjust, compromise or settle such action on my behalf; and to employ and compensate attorneys and other persons in the pursuance of any activity in my behalf.

(5) To sell, convey, option, grant easements or licenses, exchange, make gifts, lease, mortgage, improve, insure, manage and control any property, real or personal, tangible, intangible or mixed, or interest therein owned by me, to execute and deliver satisfactions of mortgages, and to negotiate for and executed contracts, deeds and other necessary documents in contemplation of the powers herein granted.

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(6) To execute and deliver of my behalf a disclaimer or disclaimers with respect to any interest I have or may have in the estate or assets of another, or in any assets of my trust.

(7) Generally, to pay my bills, administer my property and act for me in all matters affecting my property or the administration of my financial affairs, with the same force and effect and to all intent and purpose as though I were personally present and acting for myself; provided that my Attorney cannot change the dispositive provisions of my will. I hereby ratify and confirm all that my said Attorney shall do by authority hereof, and agree that all powers and authority granted herein shall be revocable only by actual notice of such revocation to any interested party, and these powers are intended to extend beyond my death.

(8) To sell, lease, maintain, insure, license or re-license any motor vehicle which I may own or in which I may have an interest and to execute and deliver any instruments required so to do.

(9) (a) To manage my property and to conduct my business affairs, including, but not limited to, leasing, managing and maintaining any real or personal property which I may own; (b) to recover, obtain and hold possession of any real estate, monies, good, chattels, debts or any other thing in which I may have an interest and (c) to pay, discharge or compromise any of my debts or other obligations.

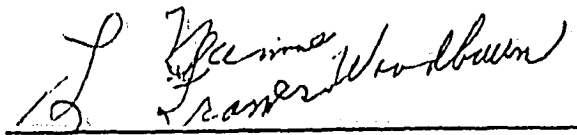
I further give to my attorney in fact the power to sign any offers to purchase, contracts, closing documents, leases and deeds for any and all real estate that I now own either in my name alone, jointly with my husband, Harry T. Woodburn, or any property that I may hold jointly with any other party. I further give my attorney in fact the power to execute any note or mortgage against any of the properties that I may own as previously set forth for any amount and at whatever interest rate and terms that he shall feel to be in my best interest. I have attached hereto copies of the legal descriptions and or common addressed of those parcels that I currently own but do not limit the powers set forth in this article to just those parcels attached hereto due to the fact that there may be some parcels that were erroneously omitted.

- (10) The undersigned specifically authorizes all persons, firms and corporations to:
- Rely upon a written statement of the designated Attorney as to the current effectiveness of the Power and the scope of the agent's authority;
 - Rely upon photographic copies of the Power; and
 - Rely upon this Power to authorize my Attorney to transfer any property that I have heretofore created or may hereafter create.

This Power of Attorney shall not be affected by my subsequent disability or incapacity or by the lapse of time.

Any act or thing lawfully done by my attorney in fact under this instrument shall be binding on me and on my heirs, assigns and legal representatives.

Signed this 22nd day of December 1990.

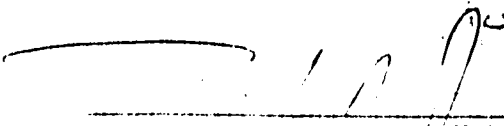

FRANCES WOODBURN

STATE OF INDIANA)
)SS:
COUNTY OF LAKE)

Before me, the undersigned, a Notary Public in and for said County and State, this 22nd day of December, 1999, personally appeared the Grantor named above and acknowledged the execution of the above instrument to be her voluntary act and deed, for the uses and purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal the day and year last above written.

My Commission expires: 9-13-01



Notary Public

County of Residence: LAKE



This instrument prepared by: RICHARD A. ZUNICA, Attorney at Law
162 Washington Street, Lowell, IN 46356