

DURABLE GENERAL POWER OF ATTORNEY

04950410 LD

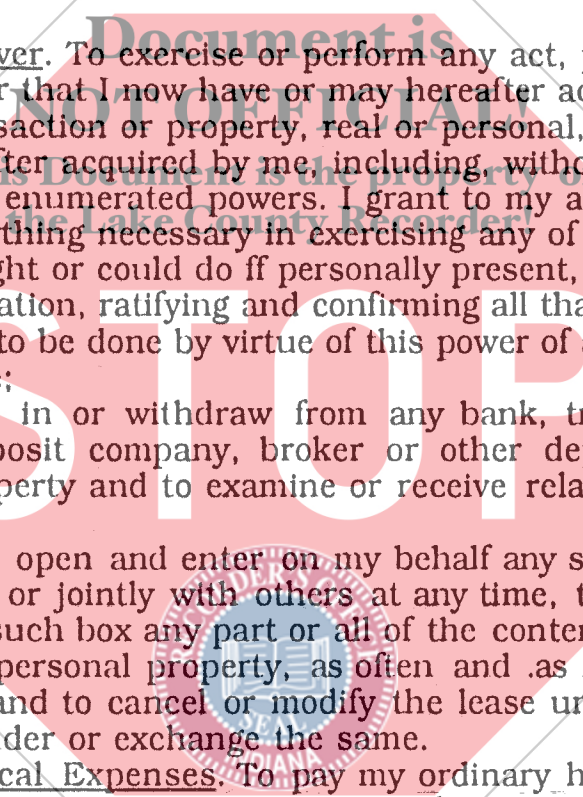
98040366

98 JUN - 1 AM 10: 00

I, Elvira Anastasia Papp Holovachka ("Principal") formerly of 7321 Oak Ave., Gary, Indiana 46403 and formerly of Admiralty Towers, # 503, 750 N. Ocean Blvd., Pompano Beach, Florida, 33062 and presently residing at Westchester Care Center, 6100 S. Rural Rd., Tempe, Arizona 85283, and having a mailing address of Elvira Holovachka, c/o Daniel D. Holly, 8417 S. Jen Tilly Ln., Tempe, AZ 85284, appoint my only child, Daniel D. Holly ("Attorney-in-Fact"), 8417 S. Jen Tilly Ln., Tempe, AZ 85284, a sample of whose signature appears below, my true and lawful agent and attorney in fact, for me and in my name with reference to any interest from time to time owned by me in property, real or personal, wherever located, or other matters in which I from time to time may have a personal or financial interest. Said Attorney In Fact shall have the following powers to be exercised in my name and for my benefit

Chicago Life Insurance Company

1. General Grant of Power. To exercise or perform any act, power, duty, right or obligation whatsoever that I now have or may hereafter acquire, relating to any person, matter, transaction or property, real or personal, tangible or intangible, now owned or hereafter acquired by me, including, without limitation, the following specifically enumerated powers. I grant to my agent full power and authority to do everything necessary in exercising any of the powers granted here as fully as I might or could do if personally present, with full power of substitution or revocation, ratifying and confirming all that my agent shall lawfully do or cause to be done by virtue of this power of attorney and the powers granted here;
2. Banking. To deposit in or withdraw from any bank, trust company, savings association, safe deposit company, broker or other depository or agent any moneys or other property and to examine or receive related records, including canceled checks.
3. Safe Deposit Box. To open and enter on my behalf any safe deposit box rented or held by me alone or jointly with others at any time, to deposit in such box and to remove from such box any part or all of the contents of it, including any security or tangible personal property, as often and as freely as I could do if personally present, and to cancel or modify the lease under which such box is rented and to surrender or exchange the same.
4. Household and Medical Expenses. To pay my ordinary household expenses, to manage for and pay the costs of the services of a companion for me, medical, nursing, hospital, convalescent and other health care and treatment, including admission to hospitals and consent to treatment, and to make application for insurance, pension or employee benefits related to such health care and treatment.
5. Debts and Expenses. To pay, compromise, and settle any and all bills, loans, notes, taxes or assessments, or other forms of indebtedness owed by me at the present time, or which may be owed by me or incurred by my Attorney-in-Fact for my benefit at any time in the future, and to incur and pay from any of my assets or property all reasonable expenses in connection with the control, management, and supervision of my property and the maintenance, support, care, and comfort of myself and those dependent upon me, including reasonable compensation for the services of my Attorney-in-Fact, and including the



2000 Km CT

fees and charges of such Attorney-in-Fact, attorneys, accountants or others as my may, in the exercise of discretion, employ in the management of any of my affairs.

6. Real Property Powers. To retain, bargain, contract, agree for, option, purchase, acquire, receive, improve, maintain, repair, insure, plat, partition, safeguard, lease, demise, grant, bargain, sell, assign, transfer, remise, release, exchange, convey, exercise options to purchase, invest in, release and waive any right of homestead, mortgage and hypothecate real estate and any interest in it (and including any interest which I hold with any other person as joint tenants with full rights of survivorship, or as tenants by the entireties), lands, tenements and hereditaments, for such price, upon such terms and conditions, as my Attorney-in-Fact shall determine.
7. Personal Property Powers. To bargain, contract, agree for, purchase, option, acquire, receive, improve, maintain, repair, insure, safeguard, lease, assign, sell, exchange, redeem, transfer, pledge, mortgage, hypothecate and in any and every way and manner deal in and with goods, wares, merchandise, furniture and furnishings, automobiles, bills, notes, debentures, bonds, stocks, limited partnership interests, certificates of deposit, commercial paper, money market instruments, and other securities, choses in action and other tangible or intangible personal property in possession or in action, for such price, upon such terms and conditions, as my Attorney-in-Fact shall determine.
8. Motor Vehicles. To apply for a Certificate of Title upon, and endorse and transfer title, for any automobile, or other motor vehicle, and to represent in such transfer assignment that the title to the motor vehicle is free and clear of all liens and encumbrances except those specifically set forth in such transfer assignment.
9. Borrowing. To borrow from any source for any purpose and mortgage or pledge any property to any lender, including my Attorney-in-Fact individually.
10. Collecting Debts and Handling Litigation. To demand, sue for, receive and otherwise take steps to collect or recover all debts, rents, proceeds, interests, dividends, annuities, securities for money, goods, chattels, bequests, income from property, damages and all other property to which I may be entitled or which are or may become due me from any person or organization; to commence, prosecute or enforce, or to defend, answer or oppose, contest and abandon all legal proceedings in which I am or may hereafter be interested; and to settle, compromise or submit to arbitration any accounts, debts, claims, disputes and matters now existing or which may hereafter arise between me and any other person or organization and to grant an extension of time for the payment or satisfaction of them on any terms with or without security.
11. Insurance and Employee Benefit Plans. To continue to carry, purchase, redeem, surrender, borrow, extend, cancel, amend, pledge, pay premiums, alter or change, including change of beneficiary of any fire, casualty, property or income protection, medical, hospital, life, liability or other insurance policies in which I may have an interest, as my Attorney-in-Fact may deem proper and expedient, and for such purpose to sign and execute any documents, affidavits or forms required in my name and on my behalf, except however, my Attorney-in-Fact shall have no power and authority over life insurance policies I may own on my Attorney-in-Fact's life; and to exercise all powers and options involving retirement programs, compensation plans, pension, profit sharing and other

employee benefit plans.

12. Voting of Stock. To vote and give proxies to vote securities and approve or oppose mergers, consolidations, foreclosures, liquidations, reorganizations or changes in the financial structure of any organization, and all other matters which may come before the shareholders; and to enter into voting trusts and other agreements restricting the voting, transfer or other use or disposition of interests in any organization.
13. Dividends. To receive all dividends which are or shall be payable on any and all shares of stock in any corporation which may stand in my name on the books of such corporation or to which I may be, in equity or otherwise, beneficially entitled; or to elect to reinvest such dividend, all as my Attorney-in-Fact may deem appropriate.
14. Transfer Stock. To sell, assign, transfer, and deliver all and any shares of stock standing in my name on the books of any corporation, or to which I may be, in equity or otherwise, beneficially entitled, and for the purpose to make and execute all necessary acts of assignment and transfer.
15. Social Security and Government Benefits. To make application to any governmental agency for any benefit or government obligation to which I may be entitled; to endorse any checks or drafts made payable to me from any government agency for my benefit, including any Social Security checks.
16. Business Operations. To retain, continue, operate, manage, organize, acquire, invest in, terminate and dispose of, alone or with others, proprietorships, corporations, limited or general partnerships, joint ventures, land trusts or other business or property-holding organizations under the laws of any jurisdiction; to lease, sell, purchase or otherwise transfer any property to or from, make further investments in or advance or loan funds to, with or without security, and incur obligations on account of or for the benefit of, any such organization; and to employ any persons for such purposes and delegate to them such powers and discretions as my Attorney-in-Fact considers advisable.
17. Investments. To invest and reinvest in loans, stocks, bonds, including United States Bonds purchased at a discount but redeemable at face value, securities, real estate, life insurance, annuities or endowment policies or combinations of them, or in any other investment which my Attorney-in-Fact may deem proper; to reduce the interest rate at any time and from time to time on any mortgage or land contract; to deal with and give instructions to any brokerage firm with respect to the purchase, sale or other disposition of securities and other assets, add assets to or withdraw assets from any account in my name, and sign any representation, certification or agreement, including agreements regarding margin, option trading, or commodities accounts, that my Attorney-in-Fact deems advisable.
18. Taxes. To appear and represent me in regard to and to take all actions convenient or appropriate in connection with taxes imposed by any municipal, state, United States or foreign authority or government relating to any tax liability or refund, abatement or credit (including interest or penalties) due or alleged to be due from or to me or any other person or organization, association or trust for which I am responsible; and to take all actions necessary for the preparation, signing, executing, verifying, acknowledging or paying of any tax due or filing of a return or report, including without limitation federal or state income or gift tax, for any and all taxable years or periods; and for such

purposes to inspect or receive copies of any tax returns filed by or for me, reports or other papers or documents, compromises or adjustments of any and all claims.

19. Execution of Instruments. To prepare, draw, make, sign, execute, seal, acknowledge, verify, discount, accept, endorse, with or without recourse on me, waive demand, notice and notice of protest, file and deliver on my behalf any and all checks, options, orders, notes, drafts, overdrafts, certificates of deposit, bills of exchange, deeds, directions to land trustees, mortgages, leases, assignment of leases, powers of sale, drafts, bonds (of indemnity or otherwise) and contracts, transfers, assignments, proxies, stock certificates, agreements, receipts, releases, release deeds, composition agreements, discharges, income or personal or tangible property or gift or other tax returns, estimates, declarations, certificates, schedules, statements, claims or abatement, refund or credit, protests, requests (including requests for rulings from proper authorities), applications, waivers (including acceptance of any determination or proposed determination of additional tax or overassessment or overpayment of tax, including interests and penalties), consents or waivers or agreements for a later determination and assessment and collection of taxes than is provided by applicable statutes of limitations, closing agreements (whether in respect of a tax liability or a special matter or otherwise), petitions, pleadings, motions, stipulations, with or without guarantees, surety obligations, covenants, warranties, indemnifications, representations, powers of substitution, affirmations or otherwise.
20. Employment of Agents and Representation of Principal. To appoint and employ, with or without compensation, any accountants, attorneys at law, investment counsel, agents, servants or other persons, including their agents and associates, and to dismiss or discharge the same and to appoint or employ any others in their stead as my true and lawful attorneys, to appear and represent me as to all matters covered by this power of attorney, or for any other purpose, including, but not limited to, appearances before the Treasury Department of the United States, the Tax Court of the United States, the United States Court of Claims or any other court of the United States government or any state, municipal or foreign government, with full power and authority to such agents and attorneys to do any and all acts convenient or appropriate in connection with such matters, including the specific acts described above, and to substitute attorneys and agents subsequent to the date of such appointment and prior to any revocation, and to delegate or revoke the authority granted to them.
21. All Powers of Principal. Finally (without prejudice to and in enlargement of the authority conferred above) to execute each and every instrument, to undertake each and every obligation, and to take from time to time any and all action of whatever nature and with relation to any matters whatsoever, whether or not specifically mentioned here, and to exercise in respect thereto as full and complete power and discretion as I myself might or could do.
22. No Duty To Act. My Attorney-in-Fact shall exercise or omit to exercise the powers and authorities granted here in each case as my Attorney-in-Fact in my Attorney-in-Fact's own absolute discretion deems desirable or appropriate under existing circumstances. I ratify and confirm as good and effectual, at law or in equity, all that my Attorney-in-Fact, and any agents and attorneys ap-

pointed by my Attorney-in-Fact, and their agents, associates and substitutes, may do by virtue of this means. However, despite the provisions above, nothing here shall be construed as imposing a duty on my Attorney-in-Fact to act or assume responsibility for any matters referred to above or other matters even though my Attorney-in-Fact may have power or authority to do so.

23. Interpretation and Governing Law. This instrument is to be construed and interpreted as a general durable power of attorney. The enumeration of specific powers here is not intended to, nor does it, limit or restrict the general powers granted here to my Attorney-in-Fact. Paragraph headings are for convenience only and are not to be deemed to be part of this instrument. This instrument is executed and delivered in the state of Arizona, and the laws of the state of Arizona shall govern all questions as to the validity of this power and the construction of its provisions.
24. Severability of Powers. If any power or authority sought to be conferred upon my Attorney-in-Fact should be invalid or unexercisable for any cause or not recognized by any person or organization dealing with my Attorney-in-Fact, the remaining powers and authorities given to my Attorney-in-Fact shall nevertheless continue in full force and effect.
25. Reliance by Third Parties. Each person, partnership, corporation or other legal entity relying or acting upon this power of attorney shall be entitled to presume conclusively that this power of attorney is in full force and effect unless written notice shall have been given by me to such person, partnership, corporation or other legal entity that this power has been revoked. In addition revocation of the appointment of my Attorney-in-Fact shall not be effective until my Attorney-in-Fact has received actual notice of its revocation in writing from me; until receipt of such actual notice, my Attorney-in-Fact shall not be liable to me for any action taken by my Attorney-in-Fact.
26. No Obligation of Third Parties To See That Proceeds Are Properly Applied. No person, partnership, corporation or legal entity relying upon this power of attorney shall be required to see to the application and disposition of any moneys, stocks, bonds, securities or other property paid to or delivered to my Attorney-in-Fact, or my Attorney-in-Fact's substitute, pursuant to the provisions here.
27. Guardian and Conservator Named. If I am adjudged to be a disabled person, I name my only child, Daniel D. Holly as guardian of my person and conservator or my estate.
28. Disability of Principal. This power of attorney shall not be affected by the disability of the Principal. The authority of my Attorney-in-Fact shall be exercisable notwithstanding my later disability or incapacity or later uncertainty as to whether I am alive. Any act done by my Attorney-in-Fact during any period of my disability or incompetency or during any period of uncertainty as to whether I am alive shall have the same effect as though I were alive, competent and not disabled, and shall inure to the benefit of and bind me, my heirs, devisees and personal representatives.

29. Photographic or Facsimile Copies. Photographic or other facsimile reproductions of this executed power of attorney may be made and delivered by my Attorney-in-Fact, and shall be deemed to be original counterparts of this power of attorney and may be relied upon by any person to the same extent as though the copy were an original. Anyone who acts in reliance upon any representation or certificate of my Attorney-in-Fact, or upon a reproduction of this power, shall not be liable for permitting my Attorney-in-Fact to perform any act pursuant to this power.

I have signed and delivered this Durable General Power Of Attorney September 9, 1997.

PRINCIPAL

Elvira Holovachka

Document is NOT OFFICIAL!

Elvira Holovachka

STATE OF ARIZONA)
County of Maricopa)

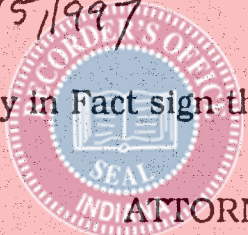
This Document is the property of the Lake County Recorder!
) ss.)

The foregoing instrument was acknowledged before me this 9th day of September, 1997, by Elvira Holovachka.

[Signature]
Notary Public

My Commission Expires: *Nov 15, 1997*

I, Daniel D. Holly, as Attorney in Fact sign this Durable General Power of Attorney on September 9, 1997.



ATTORNEY-IN-FACT

[Signature]
Daniel D. Holly

STATE OF ARIZONA)
County of Maricopa) ss.)

SUBSCRIBED AND SWORN TO before me this 9th day of September, 1997, by Daniel D. Holly.

[Signature]
Notary Public



My Commission Expires: *Nov 15, 1997*