

5. To borrow any sum or sums of money on such terms and with such security, whether real or personal property, as my said attorney may think fit, and for that purpose to execute all promissory notes, bonds, mortgages and any other instrument or instruments, of any kind and nature whatsoever, which my said attorney may deem necessary and proper.

6. To vote in person or by proxy any stock owned by me at any and all stockholders' meetings, and to execute powers of attorney authorizing another to vote by proxy.

7. To participate in any plan for the refunding or readjustment of any bonds or other securities, or for the enforcement of any obligation by foreclosure or otherwise, or in any corporate consolidations or reorganization, which may affect any of the property which I own, or in any plan or proceedings therefor, for the protection of the holders of such securities, and to exercise and enforce or sell any rights which may be offered or become available in any such matters, as my said attorney may deem advisable.

8. To make such improvements, additions, alterations or repairs to any real estate which I may own, or which my attorney may acquire, as may, in the judgment of my said attorney, be necessary or for my best interest.

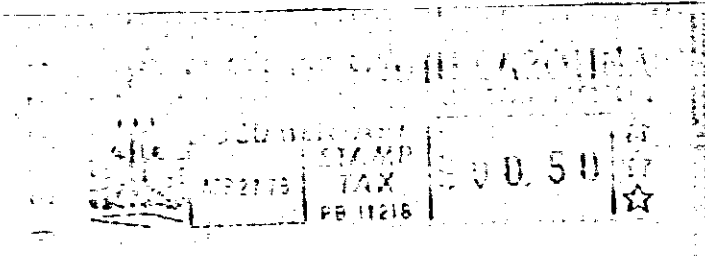
9. To engage, employ and dismiss any agents, servants or other persons as my said attorney may think fit.

10. To pay such household, medical and hospital expenses as my said attorney may deem proper and reasonable, and to make and pay such charitable donations as my said attorney may feel I would make if present.

11. In general, to do all other acts, deeds, matters and things whatsoever, in or about my estate, property and affairs, or to concur with persons jointly interested with myself therein, in doing all acts, deed, matters, and things herein, either particularly or generally described, as fully and effectively to all intents and purposes as I could do in my own proper person if personally present.

*W. S. H. R. P. 2*

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