

## POWER OF ATTORNEY

I agree to become a Limited Partner of M & M ASSOCIATES and be bound by all of the terms and conditions of the Agreement of Limited Partnership of M & M ASSOCIATES as amended.

I hereby irrevocably constitute and appoint each General Partner of M & M ASSOCIATES, with full power of substitution, my true and lawful Attorney-in-Fact, in my name, place and stead, with full power to act jointly and severally, to make, execute, sign, acknowledge, swear to, verify, deliver, file, record and publish: (a) Certificate of Limited Partnership; (b) any other certificate, instrument or document which the General Partners may believe is necessary or appropriate to be filed by the Partnership under the laws of any state or by any governmental agency; (c) any certificate, instrument or document which may be required to effect the continuation of the Partnership, the admission of a Limited Partner, or the dissolution and termination of the Partnership, provided such continuation, admission, dissolution and termination is in accordance with the terms of the Partnership Agreement; and (d) subject to the provisions of Article II of the Partnership Agreement, any documents necessary or appropriate for the disposition of my Partnership interest in the event of default by me in my obligation to contribute any installment of my Capital Contribution.

This Power of Attorney is coupled with an interest, and it shall survive my death and the assignment by me of all or any portion of my interest in M & M ASSOCIATES, except that, where the transferee of my interest has been approved by the General Partners for admission to . the Partnership as a Substitute Limited Partner, this Power of Attorney shall survive such transfer for the sole purpose of enabling the General Partners to execute, acknowledge and file any instrument or document necessary to effect such substitution.

(SEAL)

and Street

ity, State and Tip

1418P1045

STATE OF OREGON	:			
COUNTY OF MARION	:			
On this 17th of undersigned, a Notary commissioned and swort to me known and known cuted the foregoing executed same.	Public in and to rn, personally can n by me to be the	or said State a ame ROBERT L. e person describ	ENGLE ed in and who	ly exe-
1983.	and Notarial Se	al, this the 17	th day of At	igust,
My commission expire	s:	Notary	Pub¥1c :	
4-14-84	•			
NOTARIAL SEAL:		•		
NOTARIAL SEAL:				
				•
the second secon				
				<i>ŧ</i>
STATE OF NORTH CAROLINA—Forsyth County  The foregoing (or annexed) certificate of Slaves Underson We, Main  (here give name and official title of the officer signing the certificate passed upon)				
Co. bregon				
is (are) certified to be correct. T	This the CHAD day of PRESENTED FOR REGISTRATION AND RECORDED	Eunice Ayers, Regis	\.	puty <del>-Assista</del> nt
	EUNICE AYERS REGISTER OF DEEDS FORSYTH CTY. N.C.		4 8P 046	

\_<u>`</u>