

MARIAN L. CORNWELL  
DURABLE POWER OF ATTORNEY  
(Effective Immediately)



MARIAN L. CORNWELL (herein referred to as the principal), domiciled and residing in the State of Washington, hereby revokes any other powers of attorney which the principal may have previously executed, and in their place executes this Durable Power of Attorney, as follows:

1. Designation of Attorney-in-Fact. KEVIN R. CORNWELL and PAUL G. CORNWELL, or either acting alone, are hereby designated as attorney-in-fact for the principal.

2. Effectiveness and Duration. This power of attorney shall become effective immediately and shall remain in effect despite any subsequent disability or incapacity on the part of the principal until revoked or terminated under Paragraph 3 or 4, notwithstanding any uncertainty as to whether the principal is dead or alive.

3. Revocation. This power of attorney may be revoked, suspended or terminated by the principal at any time the principal is not disabled or incapacitated, as defined in 2, above, if the principal sends written notice to the designated and acting attorney-in-fact (if already acting as such) or to the first designated attorney-in-fact (if this power of attorney has not been made use of by that time). In addition, if this power of attorney has been recorded, the written instrument of revocation shall be recorded in the office of the Recorder/Auditor of any county in which the power of attorney is recorded.

4. Termination.

A. By Guardian of Estate. The appointment of a guardian of the estate of the principal vests in the guardian, with court approval, the power to revoke, suspend or terminate, this power of attorney. The appointment of the guardian of the person only does not empower the guardian to revoke, suspend or terminate this power of attorney.

B. By Death of Principal. The death of the principal shall be deemed to revoke this power of attorney upon actual knowledge of actual notice being received by the designated and acting attorney-in-fact.

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5. Powers. The attorney-in-fact, as a fiduciary, shall have all powers of an absolute owner over the assets and liabilities of the principal, whether located within or without the State of Washington, including, without limitation, the power and authority to:

A. Make deposits to, and payments from, any accounts in a financial institution in the name of the principal, and enter any safe deposit box to which the principal has a right of access and deposit or remove property therefrom.

B. Sell, exchange, or otherwise transfer title to the principal's stocks, bonds, or other securities.

C. Sell, convey, exchange or otherwise transfer or encumber any real or personal property of the principal.

D. Disclaim, in whole or in part, any interest in the property, whether outright, in trust, or otherwise, so long as in the sole discretion of the attorney-in-fact such disclaimer would not be detrimental to the best interests of the principal, and would be in the best interests of those interested in the estate of the principal and of those who take as a result of any such disclaimer.

E. Prepare, or arrange for the preparation of, all federal and state income tax and gift tax returns on behalf of the principal, execute and submit such returns, and pay all taxes as may be due.

F. Represent the principal with respect to audits, appeals, and lawsuits related to any income or gift tax returns filed on behalf of the principal, and pay any assessments for interest or penalties levied against the principal in connection with such tax returns.

G. Make transfers of the principal's property, both real and personal, to any trust created by the principal of which the principal is the primary beneficiary during the principal's life.

H. Make gifts, whether outright or in trust, to the relatives of the principal and the spouses of any such relatives, in accordance with any pattern of making gifts to such persons which the principal has established or planned to establish or in such amounts as the attorney-in-fact shall determine appropriate so long as such gifts would be in the best interests of the principal and those interested in the state of the principal, such determination to be made in the sole discretion of the attorney-in-fact.

I. Make, amend, alter or revoke the principal's life insurance beneficiary designations and retirement plan beneficiary designations so long as in the sole discretion of the attorney-in-fact such actions would be in the best interests of the principal and those interested in the principal's estate.

J. Provide informed consent to (1) medical and surgical care and non-treatment for the principal; (2) the withholding or withdrawal of life-sustaining treatment for the principal; and (3) the admission of the principal to a medical, nursing, residential, or similar facility; enter into agreements for the principal's care; pay from the principal's assets reasonable expenses incurred with respect to the exercise of the authority granted herein to make health care decisions for the principal or with respect to the enforcement of any Directive to Physicians executed by the principal; and override the provisions of any Directive to Physicians executed by the principal.

Except as otherwise provided above, the attorney-in-fact shall not have the power to revoke or change any estate planning or testamentary documents previously executed by the principal, unless the document authorizes changes with court approval.

6. Intent to Obviate Need for Guardianship. It is the principal's intent that the power given to the attorney-in-fact designated herein be interpreted to be so broad as to obviate the need for the appointment of a guardian for the person or estate of the principal. If the appointment of a guardian or limited guardian of the person or the estate of the principal is sought, however, the principal; nominates the then-acting attorney-in-fact designated above, if any, as the principal's guardian or limited guardian, or if no one is then acting as attorney-in-fact, nominates the persons designated above as attorney-in-fact and successor attorneys in fact as guardian or limited guardian, in the same order of priority.

7. Accounting. The attorney-in-fact shall be required to account to any subsequently appointed personal representative for the principal.

8. Reliance. All persons dealing with the attorney-in-fact shall be entitled to rely on this power of attorney so long as they have no actual knowledge nor actual notice of any revocation, suspension or termination of this power of attorney by death or otherwise. Any action taken pursuant to this power of attorney, unless otherwise invalid or unenforceable, shall be binding on the principal's successors in interest.

9. Indemnity. The estate of the principal shall hold harmless and indemnify any attorney-in-fact designated herein from all liability or acts done in good faith and not in fraud of the principal.

