

DATED:

A D. 2000

CLAYTON HOWARD FULLER

GENERAL POWER OF ATTORNEY

AGNEW & COMPANY
Barristers & Solicitors
279 - 3rd Avenue North
SASKATOON, Saskatchewan

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS

THAT I, CLAYTON HOWARD FULLER, for divers good causes and considerations me thereto moving have nominated, constituted and appointed, and by these presents do nominate, constitute and appoint EVELYN ESTER FULLER, my true and lawful attorney for me. Notwithstanding such appointment, however, should GARTH PETER TASTAD execute the attached Affidavit of Alternate Attorney, the appointment of the said EVELYN ESTER FULLER by these presents shall thereupon immediately be revoked and rescinded, and the said GARTH PETER TASTAD shall at the moment of such execution be made, constituted and appointed my true and lawful attorney, subject to the power of the Court of Queen's Bench for Saskatchewan to determine whether or not the said GARTH PETER TASTAD, in swearing such affidavit, acted in good faith and with sufficient cause. I hereinafter refer to either my original or alternate attorney as 'my attorney', and by these presents give to her or him full power and authority to do and perform all and every act and thing whatsoever requisite to be done in and about the premises, as fully to all intents and purposes as I might do if personally present, hereby ratifying all that my said attorney shall lawfully do or cause to be done by virtue thereof and in my name on my behalf and for my sole and exclusive use and benefit, to demand, draw for, sue for, recover and receive from all and every or any person or persons whomsoever, all and every sum of sums of money, debts, legacies, goods, chattels, effects and things whatsoever which now are or is, or which shall or may hereafter appear to be due, owing, payable or belonging to me, whether for rent or arrears of rent or otherwise in respect of my real or personal estate, for the principal money and interest now or hereafter to become payable to, upon or in respect of any mortgage or other security, or for the interest or dividends now payable to accrue or become payable to me for or in respect of any shares, stocks, or interest which I may now or hereafter hold in any joint stock or incorporated company or companies, or for any money or securities for money which are now or hereafter may be due or owing or belonging to me upon any bond, note, bill of exchange, balance of account current, consignment, contract, decree, judgment, order or execution or upon any other account and to enter into any safe deposit box or vault and to take the contents therefrom.

AND upon the recovery and receipt of all and every or any sum or sums of money, securities for money, debts, legacies, goods, chattels, effects or things due, owing, payable or belonging to me, for me and in my name as my act and deed, to sign, execute and deliver such good and sufficient receipts, releases and acquittances, certificates, conveyances, surrenders, assignments, satisfaction pieces, discharges of judgment, partial discharges of judgment, discharges of lien, partial discharges of lien, discharges of mortgage, partial discharges of mortgages, assignments of mortgage without personal covenants, memorials or other good and effectual discharges as may be requisite.

ALSO to examine, state, settle, liquidate and adjust all or any account or accounts, depending between myself and any person or persons whomsoever. And to sign, draw, make or endorse my name to any cheque or cheques or order for payments of money, bill or bills of exchange or note or notes of hand in which I shall be interested or concerned, as shall be requisite, And also in my name to draw upon any bank of banks,

individual or individuals for any sum or sums of money that is or are or may be to my credit or which I may be entitled to receive, and the same to deposit in any bank or other place and again at pleasure to withdraw from time to time as I could do.

ALSO in case of neglect, refusal or delay on the part of any person or persons to make and render just, true and full accounts, payments, delivery and satisfaction in the premises, him, them or any of them thereunto to compel, and for the purpose for me and in my name to make such claims and demands, arrests, seizures, attachments, distrainments and sequestrations, or to commence, institute, sue and prosecute to judgment and execution such actions, ejectments, and suits at law or in equity as my said attorney or attorneys shall think fit; also to appear before any judges, magistrates or other officers of the Courts of Law, or Equity, and then and there to sue, plead, answer, defend and reply in all matters and causes concerning the premises; and also to exercise and execute all Powers of Sale or Foreclosure and all powers and authorities vested in me by any mortgage or mortgages belonging to me as mortgagee: also to execute and deliver conveyances under power of sale and transfers under power of sale, and to make and execute applications for foreclosure.

WITH power in my attorney to invest and reinvest, alter, vary and change investments and reinvestments, at discretion, in investments which are by the laws of the Province of Saskatchewan are permitted for trustees.

AND ALSO in case of any difference or dispute with any person or persons concerning any of the matters aforesaid, to submit any such differences and disputes to arbitration or umpirage in such a manner as my said attorney or attorneys may see fit: And to compound, compromise and accept part in satisfaction of the payment of the whole of any debt or sums of money payable to me or to grant an extension of time for the payment of the same, either with or without taking security or otherwise to act in respect of the same as to my said attorney or attorneys shall appear most expedient, and to execute and deliver such agreements and to do all lawful acts necessary to effect the premises.

AND ALSO to take possession of and to let, manage and improve all or any of my personal estate and all or any of my real estate, lands, messuages and hereditaments whatsoever or wheresoever the same may be found, and from time to time to appoint any agents or servants to assist him or them in managing the same, and to displace or remove such agents or servants, and appoint others, using therein the same power and discretion as I might do.

AND to sign, seal and deliver all such leases and agreements for leases as shall be requisite, or which my said attorney or attorneys shall deem necessary or proper in the care and management of my property and to receive and collect all rents that may be payable to me and on my said property and in my name to give effectual receipts therefor.

AND to demand, sue for and recover all rents and profits now due or which shall hereafter become due in respect of my property and to take and use all lawful means for recovering the said rents and profits and for ejecting from the said property all tenants and occupants thereof who are in default, and for determining the tenancy or occupancy thereof, and for obtaining, recovering and retaining possession of all

or any of the property held or occupied by such persons so making default.

AND to sell and absolutely dispose of at such time or times and upon such terms and conditions and for such price or prices either by public auction or private contract, as to my said attorney or attorneys shall seem reasonable or expedient all mortgages and other securities for money, debts, choses in action, stocks, shares, bonds, goods, chattels and all other personal property whatsoever now owned or hereafter acquired by me, and to assign, transfer and make over the same respectively to the purchaser or purchasers thereof, and also for me and in my name and as my act and deed to execute and deliver such assignments of mortgage with or without personal covenants, assignment of agreement for sale with or without personal covenants, transfers of stock, bills of sale, conveyances, transfers and assurances for the purposes aforesaid as may be required: with power to give credit for the whole or any part of the purchase money thereof, and to permit the same to remain unpaid for whatever time and upon whatever security real or personal, either comprehending the purchased property or not as my attorney or attorneys shall think proper.

AND ALSO as and when my said attorney or attorneys may think fit to sell and absolutely dispose of all lands, tenements or hereditaments of which I am now possessed or which may hereafter be acquired by me or any interest I may now have or hereafter acquire in any lands, tenements or hereditaments, either separately or in parcels and by public auction or private contract, and for such price or prices and on such terms and conditions as to my said attorney shall seem reasonable and expedient; and also for me and in my name and as my act and deed to execute and deliver all agreements for sale, conveyances, assurances, deeds, transfers under the Land Titles Act or Real Property Act of any Province of Canada, withdrawals of caveat and partial withdrawals of caveat as shall be required, also to execute and sign any plan or plans of subdivisions of any properties which I may have or in which I may be interested and for the purpose of such plan to dedicate and give to the municipality, city, town or village in which the same is situated the necessary streets and lanes; with power in connection with the sale of any of the aforesaid property to give credit for the whole or any part of the purchase price and to permit the same to remain unpaid for whatever times and upon whatever security, real or personal either comprehending the purchased property or not as my said attorney or attorneys shall think safe and proper, and also to execute and deliver any and all caveats.

AND to mortgage and borrow money upon the security of my property, real or personal, now owned or hereafter acquired and wherever situated from time to time, and in such sums and upon such terms and conditions as to my said attorney or attorneys may seem expedient, and for such purposes to sign, seal and deliver all mortgages or other instruments which may be required, which mortgages may contain the usual covenants and powers of sale, and such further covenants, clauses and conditions as the mortgagee may require and my said attorney or attorneys may deem expedient, and to give such bonds or promissory notes, collateral to the said mortgage as may be necessary or proper in connection therewith and collateral thereto, and to repay the said mortgage moneys at such times as to my said attorney or attorneys may seem expedient.

AND to release my equity of redemption in any real or personal

property which I now own or which may hereafter be acquired by me on such terms and subject to such conditions as my said attorney or attorneys deem expedient and for that purpose to execute and deliver any and all agreements, deeds, assurances, transfers, bills of sale or other documents as shall be requisite.

AND FURTHER for me and in my name and as my act and deed to execute and deliver all instruments capable of registration under any Land Titles Act or Real Property Act or Registry Act of any of the Provinces of Canada and to execute and deliver all deeds and assurances and to enter into all covenants and to do all lawful things as shall be required and my said attorney or attorneys shall see fit for any or all of the purposes aforesaid, and to sign and give receipts and discharges for all or any sum or sums of money which shall come to his hands by virtue of the powers herein contained, which receipts whether given in my name or that of my attorney shall exempt the person or persons paying such sum or sums of money from all responsibility of seeing to the application thereof.

I, the said CLAYTON HOWARD FULLER hereby agreeing and covenanting for my heirs, executors and administrators to allow, ratify and confirm whatsoever my said attorney or attorneys shall do or cause to be done in the premises by virtue of these Presents, including in such confirmation whatsoever shall be done between the time of my decease or of the revocation of these Presents, and the time of such decease or revocation being known to said attorney or attorneys, or such substitutes.

WHEREVER the term "person" or "persons" is used herein, the same shall be deemed to mean and include a corporation, bank, trust company, credit union, co-operative association, insurance company, municipal corporation, incorporated society or association or any other body corporate or politic.

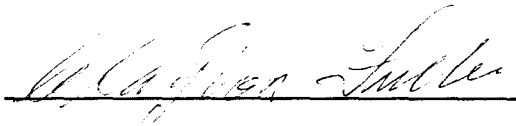
I further declare that this power of attorney and the powers hereby given shall continue in full force and effect notwithstanding any mental infirmity that may befall me and in such event shall be terminated only upon the appointment of a guardian pursuant to the terms of The Dependant Adults Act or a similar person appointed by court order pursuant to similar legislation to act on my behalf.

Notwithstanding anything in this power of attorney contained in the event that any provision hereof is determined to be void or unenforceable in whole or in part for any reason then such provision shall be severable from the remaining provisions and this power of attorney shall for all other purposes remain in full force and effect and such severable and severed provision shall not be deemed to affect the validity of any other provision of this power of attorney.

IN WITNESS WHEREOF I have hereunto set my hand and seal this 21st day of September, in the year two thousand.

SIGNED, SEALED AND DELIVERED)
in the presence of:)
)
)
)
)

Witness



CANADA
PROVINCE OF SASKATCHEWAN

TO WIT:

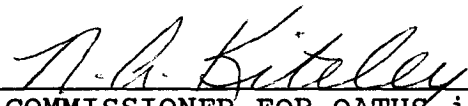
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AFFIDAVIT OF EXECUTION

I, ARNOLD QUENTIN AGNEW, Q.C., of Saskatoon, Saskatchewan, MAKE
OATH AND SAY:

1. THAT I was personally present and did see CLAYTON HOWARD FULLER
named in the within instrument, who is personally known to me to be the
person named therein, duly sign and execute the same for the purposes
named therein.
2. THAT the same was executed at Saskatoon, Saskatchewan and that I am
the subscribing witness thereto.
3. THAT I know the said CLAYTON HOWARD FULLER and he is in my belief
of the full age of eighteen years or more.

SWORN BEFORE ME at Saskatoon,)
Saskatchewan, this 21st day)
of September, 2000.)


A COMMISSIONER FOR OATHS in and
for the Province of Saskatchewan.
My commission expires Nov. 30, 2001.



Canada)
Province of Saskatchewan)

Affidavit of Alternate Attorney

I, GARTH PETER TASTAD, do hereby make oath and say as follows:

1. That I am the alternate attorney named in the attached Power of Attorney granted by CLAYTON HOWARD FULLER on the 21st day of September, 2000, and as such have personal knowledge of the facts to which I have herein deposed save where specified otherwise, and in such instances the same are true to the best of my information and belief.

2. That EVELYN ESTER FULLER, the original attorney named in the attached Power of Attorney [choose one]:

(a) is deceased, having died on or about _____
at _____;

(b) is believed to be dead, although no confirmation of death is available. My reasons for believing EVELYN ESTER FULLER to be dead are:

(c) is mentally incompetent. My reasons for believing EVELYN ESTER FULLER to be mentally incompetent are:

(d) is failing to carry out the duties of attorney, to the extent that the health and/or financial interests of the Grantor of the Power of Attorney are being seriously jeopardized, the particulars of which are:

Sworn before me at Saskatoon,)
Saskatchewan, this 22nd day)
of November, 2000.)

Sch Healke)
A Commissioner for Oaths in and
for the Province of Saskatchewan.

Being a Solicitor.

My commission expires Nov 30/2003