

2/10 (2)

POWER OF ATTORNEY * *

BY *

WINTERSTORM, LLC *

IN FAVOR OF *

ABE S. WILSON *

* * * * *

BE IT KNOWN, that on this 12th day of March, 2002, before me, the undersigned Notary Public duly commissioned and qualified, personally came and appeared:

WINTERSTORM, LLC, a Delaware limited liability company, having a mailing address of The Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware 19801, represented herein by its sole member, Carlos Hank Rhon, duly authorized hereunto,

(the "Principal"), who declared that the Principal does by these presents make, nominate, ordain, authorize, constitute and appoint, in the Principal's place and stead, Abe S. Wilson (the "Agent"), to be the Principal's true and lawful agent and attorney-in-fact, with full power and authority for and in the name and on behalf of the Principal to do all of the following:

The Principal does hereby expressly authorize Agent:

1. Purchase Property: To direct, instruct, authorize and permit Agent to purchase the hereinafter described real estate for the price and sum of \$1,600,000.00 USD; and to execute in the name of Principal all acts or instruments of sale, contract or other agreements that may be necessary to accomplish any of the powers herein contained and to bind Principal thereby as firmly as if the same were or had been Principal's own act and deed.

2. Correspondence. To receive all notices, correspondence, etc. regarding the property more fully described below, open all letters, telegrams, cablegrams and other correspondence addressed to Principal and to answer same in Principal's name.

3. Name and address of principal:

WINTERSTORM, LLC
c/o The Corporation Trust Center
1209 Orange Street
Wilmington, Delaware 19801
Attn: Carlos Hank Rhon, sole member

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4. Name and address of Agent:

Abe S. Wilson
c/o The Laredo National Bank
600 San Bernardo Avenue
Plaza Tower, 8th Floor
Laredo, Texas 78041

5. The description of the real estate forming the subject of this Power of Attorney is:

Unit B, Lot 16, Vail Valley Third Filing, also known as 2039 Sunburst Drive, Vail, CO 81657

6. Liability of Agent. Agent shall be liable only for breach of duty to Principal committed in bad faith. Principal shall indemnify Agent and hold Agent harmless for all reasonable costs, fees and expenses regarding all matters hereunder, legal actions brought by or against the Agent for which Agent is not liable within the standard specified in this Section 8.


7. Principal further declares that any ambiguities which may arise in the interpretation hereof shall be liberally construed so as to effect the purposes hereof and to validate all things done by Agent.

8. Principal further declares that this Power of Attorney shall be effective as of the date hereof and shall remain in effect until revoked in writing by Principal; provided, however, that termination of this Power of Attorney shall not affect acts of Agent hereunder prior to such termination.

THUS DONE AND PASSED, in multiple originals, at the City and State aforesaid on the date above set forth, in the presence of the undersigned competent witnesses, who have hereto signed their names with said Principal and me, Notary, after due reading of the whole.

WITNESSES:

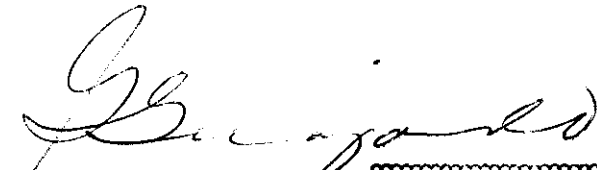
WINTERSTORM, LLC





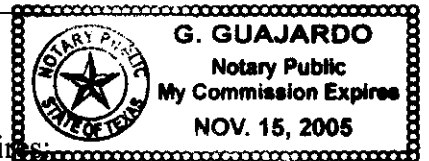
By: Carlos Hank Rhon, Sole Member

CAUTION: The Notary cannot be a witness.



NOTARY PUBLIC

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My Commission expires:



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