



1735

MRV/gpc

GENERAL POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that the Undersigned FESTIVAL FINANCIAL N.V., a corporation organized and existing under the laws of the Netherlands Antilles (the "Company") and having its registered office at De Ruyterkade 62, Curacao, Netherlands Antilles, does hereby constitute and appoint Mr. EARL N. FELDMAN, as its true and lawful attorney and agent, with full powers to represent the Company in all commercial and other matters and to execute any and all papers and documents and to do any and all things on behalf of the Company as he in his sole discretion may deem desirable provided that such powers be exercised outside of the Netherlands Antilles.

This Power of Attorney will be valid for a period of one year from the date hereof.

IN WITNESS WHEREOF, FESTIVAL FINANCIAL N.V. has caused this Power of Attorney to be duly executed by its managing director this 9th day of February, 1989.

FESTIVAL FINANCIAL N.V.


CURACAO CORPORATION COMPANY N.V.
Managing Director

RECORDING REQUESTED BY:
COMMONWEALTH LAND TITLE INSURANCE COMPANY
WHEN RECORDED MAIL TO:
EARL N. FELDMAN, INC.
ATTORNEY AT LAW
SECURITY PACIFIC-SUITE 1324
1200 THIRD AVENUE
SAN DIEGO, CA 92101-4165

921944-4

89-094730

RECORDED IN
OFFICIAL RECORDS
OF SAN DIEGO COUNTY, CA

1989 FEB 24 AM 8:00

VERA L. LYLE
COUNTY RECORDER

RF 4.00
AR 2.00
MG 1.00

OFFICIAL RECORDS, SAN DIEGO COUNTY, VERA L. LYLE, RECORDER

1736

Seen for legalization of the signatures appearing overleaf of Messrs. Stanley Phillip Looman and Nicholas James Braham, both residing in Curacao, and acting in their capacity of attorney-in-fact and managing director, respectively, of the limited liability company CURACAO CORPORATION COMPANY N.V., established at Curacao, which company in its turn acts as managing director of the limited liability company FESTIVAL FINANCIAL N.V., established at Curacao, by me, Adèle Pauline van der Pluijm-Vrede, a deputy civil-law notary, residing in Curacao, acting for Gerard Christoffel Antonius Smeets, a civil-law notary, residing in Curacao, on this 16th day of February, 1989.



APOSTILLE
(Convention de La Haye du 5 octobre 1961)

1. Country: Curacao, Netherlands Antilles
This public instrument is
2. Issued by: A.P. van der Pluijm-Vrede
3. acting in the capacity of substitute for G. Christoffel Antonius Smeets
4. Issued at the office of said notary G. Christoffel Antonius Smeets

CERTIFIED

5. at Curacao
6. the **17 FEB. 1989**
7. For The Lieutenant Governor of the Island of Curacao. The Head of the Dept. "Civil Registry & Elections"
8. No. **496**
10. Signature:
9. Seal/Stamp:



OFFICIAL RECORDS, SAN DIEGO COUNTY, VERA L. LYLE, RECORDER