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M-0045

EASEMENT

KNOW ALL MEN BY THESE PRESENTS:

MICHELLE "MICKI" UTSLER, COUNTY RECORDER  
MADISON IOWA

Mary E. Phillips, hereinafter referred to as GRANTOR, in consideration of One Dollar and Other Valuable Consideration, hereby grant and convey unto Warren Water, Inc., hereinafter referred to as GRANTEE, its successors and assigns, a perpetual easement with the right to erect, construct, install, lay and thereafter use, operate, inspect, repair, maintain, replace and remove waterlines and appurtenances thereto, over, across and through the land of the GRANTORS situated in Madison County, Iowa, being more specifically described as follows:

SW $\frac{1}{4}$  of the NW $\frac{1}{4}$  and the NW $\frac{1}{4}$  of the SW $\frac{1}{4}$  of Section 10, Township 74 North, Range 26 West of the 5th P.M., Madison County, Iowa

and locally known as: 2964 Valley View Ave. together with the right of ingress and egress over the adjacent lands of the GRANTORS, their successors and assigns, for the purposes of this easement.

The Easement shall be 32 feet in width, the centerline of which shall be the water pipeline and the necessary appurtenances thereto.

It is agreed that, during the period of initial construction, no crop damage will be paid by the GRANTEE. The GRANTEE, its successors and assigns, hereby promise to maintain such water pipeline and any necessary appurtenances in good repair so that damage to adjacent real estate of GRANTORS, if any damage there be, will be kept to a minimum.

The grant and other provisions of this easement shall constitute a covenant running with the land for the benefit of the GRANTEE, its successors and assigns.

IN WITNESS WHEREOF, the GRANTORS have executed this instrument this 21<sup>st</sup> day of July, 2004

Mary E. Phillips by Dennis Phillips POA  
Mary E. Phillips

STATE OF IOWA, Madison COUNTY, ss:

On this 21<sup>st</sup> day of July, 2004, before me the undersigned, a notary public in and for the State of Iowa appeared Dennis Phillips POA to me known to be the identical persons named in and who executed the within and foregoing instrument, and acknowledged that they executed the same as their voluntary act and deed.

✓ Elgin, Patin + Parker  
PO Box 215  
Indianola IA 50125

Joene K DeCarlo  
Notary Public

JOENE K. DeCARLO  
Commission Number 102596  
My Commission Expires  
1-10-2005

Preparer Information Jerrold B. Oliver, P.O. Box 230, Winterset, (515) 462-3731

Individual's Name

Street Address

City

Phone

SPACE ABOVE THIS LINE  
FOR RECORDER



### GENERAL POWER OF ATTORNEY

1. Designation of Attorney-in-Fact

I, Mary E. Phillips, of 1015 W. Summit, #3, Winterset, IA 50273  
appoint Dennis R. Phillips and Elizabeth A. Woods  
of 2843 Peru Rd., Peru, IA 50222, and 610 W. Fremont, Winterset, IA 50273  
my Attorney-in-Fact. In the event my Attorney-in-Fact is unable to serve for any reason or if my  
Attorney-in-Fact is currently my spouse and we become legally separated or our marriage is dissolved, I  
name \_\_\_\_\_  
of \_\_\_\_\_, as successor to my  
Attorney-in-Fact.

I hereby revoke any and all general powers of attorney that may have been previously executed by  
me, but specifically excepting any powers of attorney for health care decisions which I may have  
previously executed.

Either Attorney-in-fact shall have the right to exercise all of the powers set forth  
herein, singly or jointly with the other Attorney-in-fact.

2. Powers of Attorney-in-Fact

My Attorney-in-Fact shall have full power and authority to manage and conduct all of my affairs,  
with full power and authority to exercise or perform any act, power, duty, right or obligation I now have  
or may hereafter acquire the legal right, power and capacity to exercise or perform. The power and  
authority of my Attorney-in-Fact shall include, but not be limited to, the power and authority:

A. To buy, acquire, obtain, take or hold possession of any property or property rights and to retain  
such property, whether income producing or non-income producing;

B. To sell, convey, lease, manage, care for, preserve, protect, insure, improve, control, store,  
transport, maintain, repair, remodel, rebuild and in every way deal in and with any of my property or  
property rights, now or hereafter owned by me, and to establish and maintain reserves for  
improvements, upkeep and obsolescence; to eject or remove tenants or other persons and to recover  
possession of such property. This includes the right to convey or encumber my homestead legally  
described as follows:

C. To pay my debts; to borrow money, mortgage and grant security interest in property; to complete, extend, modify or renew any obligations, either secured, unsecured, negotiable or non-negotiable, at a rate of interest and upon terms satisfactory to my Attorney-in-Fact; to lend money, either with or without collateral; to extend or secure credit; and to guarantee and insure the performance and payment of obligations of another person or entity;

D. To open, maintain or close accounts, brokerage accounts, savings and checking accounts; to purchase, renew or cash certificates of deposit; to conduct any business with any banking or lending institution in regard to any of my accounts or certificates of deposit; to write checks, make deposits, make withdrawals and obtain bank statements, passbooks, drafts, money orders, warrants, certificates or vouchers payable to me by any person or entity, including the United States of America, and expressly including the right to sell or cash U.S. Treasury Securities and Series E, EE, and H and HH Bonds;

E. To have full access to any safety deposit boxes and their contents;

F. To pay all city, county, state or federal taxes and to receive appropriate receipts therefore; to prepare, execute, file and obtain from the government income and other tax returns and other governmental reports, applications, requests and documents; to take any appropriate action to minimize, reduce or establish non-liability for taxes; to sue or take appropriate action for refunds of same; to appear for me before the Internal Revenue Service or any other taxing authority in connection with any matter involving federal, state or local taxes in which I may be a party, giving my Attorney-in-Fact full power to do everything necessary to be done and to receive refund checks; to execute waivers of the statute of limitations and to execute closing agreements on my behalf;

G. To act as proxy, with full power of substitution, at any corporate meeting and to initiate corporate meetings for my benefit as stockholder, in respect to any stocks, stock rights, shares, bonds, debentures or other investments, rights or interests;

H. To invest, re-invest, sell or exchange any assets owned by me and to pay the assessments and charges therefore; to obtain and maintain life insurance upon my life or upon the life of anyone else; to obtain and maintain any other types of insurance policies; to continue any existing plan of insurance or investment;

I. To defend, initiate, prosecute, settle, arbitrate, dismiss or dispose of any lawsuits, administrative hearings, claims, actions, attachments, injunctions, arrests or other proceedings, or otherwise participate in litigation which might affect me;

J. To carry on my business or businesses; to begin new businesses; to retain, utilize or increase the capital of any business; to incorporate or operate as a general partnership, limited partnership or sole proprietorship any of my businesses;

K. To employ professional and business assistants of all kinds, including, but not limited to, attorneys, accountants, real estate agents, appraisers, salesmen and agents;

L. To apply for benefits and participate in programs offered by any governmental body, administrative agency, person or entity;

M. To transfer, assign, convey, and deliver any real or personal property in which I may have or own an interest to the Trustee of any revocable trust created by me, if such trust is in existence at the time, notwithstanding the fact that my Attorney-in-Fact, or his or her spouse, descendants, heirs or assigns, may be the (a) Trustee or successor Trustee of any such trust, (b) beneficiary of any such trust; or (c) holder of any special or general power of appointment created under such trust. Nothing in this paragraph shall be construed to allow my Attorney-in-Fact to create, amend, restate or revoke any such revocable trust created by me.

N. To disclaim any interest in property passing to me from person or entity;

O. To make gifts of any of my property or assets to members of my family; and to make gifts to such other persons or religious, educational, scientific, charitable or other nonprofit organizations to whom or to which I have an established pattern of giving; ~~It is my intent that my Attorney-in-Fact may not make gifts of my property to himself or herself or appoint himself or herself as my Attorney-in-Fact solely for the purpose of retaining or a gift of my property to the Attorney-in-Fact appointed, and acting, hereunder, is appropriate and to make any such gifts which are appropriate.~~

3. Construction.

This Power of Attorney is to be construed and interpreted as a general power of attorney. The enumeration of specific items, rights, acts or powers shall not limit or restrict the general and all-inclusive powers that I have granted to my Attorney-in-Fact. All references to property or property rights herein shall include all real, personal, tangible, intangible or mixed property. Words and phrases set forth in this Power of Attorney shall be construed as in the singular or plural number and as masculine, feminine or neuter gender according to the context.

Any authority granted to my Attorney-in-Fact, however, shall be limited so as to prevent this Power of Attorney (a) from causing my Attorney-in-Fact to be taxed on my income; (b) from causing my estate to be subject to a general power of appointment (as that term is defined by Section 2041, Internal Revenue Code of 1986, as amended) by my Attorney-in-Fact; and (c) from causing my Attorney-in-Fact to have any incidents of ownership (within the meaning of Section 2042 of the Internal Revenue Code of 1986, as amended) with regard to any life insurance policies on the life of my Attorney-in-Fact.

4. Liability of Attorney-in-Fact.

My Attorney-in-Fact shall not be liable for any loss sustained through an error of judgment made in good faith, but shall be liable for willful misconduct or breach of good faith in the performance of any of the provisions of this power of attorney.

5. Compensation of Attorney-in-Fact.

The Attorney-in-Fact understands that this power of attorney is given without any express or implied promise of compensation to said Attorney-in-Fact. Any services performed as my Attorney-in-Fact will be done without compensation, either during my lifetime or upon my death, but the Attorney-in-Fact shall be entitled to reimbursement for all reasonable expenses incurred as a result of carrying out any provisions of this power of attorney.

6. Accounting by Attorney-in-Fact.

My Attorney-in-Fact shall maintain complete and accurate records of all acts performed pursuant to this power of attorney, including, without limitation, all receipts and disbursements. Upon my request or the request of any conservator appointed on my behalf or the personal representative of my estate, my Attorney-in-Fact shall allow inspection of these records and shall provide a complete accounting.

7. Effective Date and Durability.

N.B. DELETE INAPPROPRIATE PORTIONS OF THE FOLLOWING PARAGRAPH. IF NO DELETIONS ARE MADE, THE PROVISIONS SET FORTH IN PARAGRAPHS B AND C SHALL BE DEEMED TO HAVE BEEN DELETED.

- A. This Power of Attorney shall be effective immediately, shall not be affected by my disability,
- B. This Power of Attorney shall become effective upon written certification by my physician that I am disabled,
- C. This Power of Attorney shall become effective \_\_\_\_\_, shall not be affected by my disability,

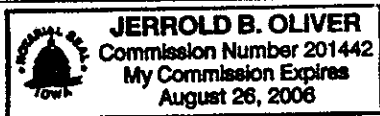
and shall continue effective until my death; provided, however, that this Power of Attorney may be revoked by me as to my Attorney-in-Fact at any time by written notice to such Attorney-in-Fact.

Dated July 21st, 2003, Winterset, Iowa

Mary E. Phillips  
Mary E. Phillips

STATE OF IOWA, COUNTY OF MADISON

This instrument was acknowledged before me on July 21st, 2003  
by Mary E. Phillips



Jerrold B. Oliver  
Jerrold B. Oliver, Notary Public