POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

CERTIFIED A TRUE COPTERIOR TRUE COPTERIOR TRUE COMPANY (B.V.I.) LIMIT Date: OCTOBER 7 2000

That CARLISLE INVESTMENTS INC., a company organised under and pursuant to the laws of the British Virgin Islands, (hereinafter called the "Company"), does hereby constitute and appoint:

MARCO M. ELSER

as its true and lawful attorney-in-fact and in its name, place and stead, to do any and every act and exercise any and every power that the Company might or could do and that said attorney for the Company shall deem proper and advisable, intending hereby to vest in him a full and general power of attorney, including but not limited to the following:

- 1. To execute, acknowledge and deliver on behalf of the Company any and all contracts, including deeds of trust, purchase-agreements, options to purchase, options to sell, partnership agreements, joint venture agreements, deeds, leases, assignments of mortgages, extensions of mortgage, subordination agreements and any other instruments or agreements of any kind or nature whatsoever, upon such terms and conditions and for such consideration as such attorney shall deem necessary or advantageous for the Company.
- 2. "To sell, exchange, give options upon, partition, convey or otherwise dispose of, with or without covenants or warranty of title, any property which the Company may own or in which the Company may have an interest, at public or private sale or otherwise, for cash or other consideration or on credit, and upon such terms and conditions and for such consideration as such attorney shall think advisable.
- To lease any real estate or personal property which the Company may own or in which the Company may have an interest, on such terms as such attorney shall think appropriate.

- To ask, demand, sue for, recover and receive all manner of goods, debts, rents, interest, sums of money, and demands whatsoever, due or hereafter to become due and owing or belonging to the Company and to make, give and execute acquittances, receipts, releases, satisfactions or other discharges for the same, whether under seal or otherwise.
- 5. To take all steps and remedies necessary and proper for the conduct and management of business affairs of the Company and for the recovery, receiving, obtaining and holding possession of any lands, tenements, rents or real estate, goods and chattels, debts, interest, demands, duties, sum or sums of money or any other things whatsoever, located anywhere, that is, are, or shall be owing, belonging to or payable to the Company.
- To open bank accounts in the name of the Company with any bank and to execute
 any bank resolutions which may be required for that purpose and to appoint one
 or more signatories to that account,
- 7. To borrow money, sign and deliver in the name of the Company such promissory notes and other evidences of indebtedness as such attorney may deem appropriate, such loans to be obtained at such rates of interest, payable in such installments, and upon such other terms and conditions as such attorney shall deem appropriate.
- 8. To mortgage, pledge or otherwise encumber any real or personal property which the Company may own or in which the Company may have an interest, to secure loans made to the Company or to third persons.
- To execute and deliver on behalf of the Company all documents relating to the warsfer of funds and stock from the Company account at Northeast Securities, Inc. to various third persons.

This power of attorney is to extend to all acts of any kind which may be requisite and necessary to be done under the circumstances hereinabove described as fully, to all intents and purposes, as might be done by any officer or officers of the Company with full power of substitution.

In testimony whereof the Company has caused this power of attorney to be duly executed this 14th day of June , 1995.

SIGNED, SEALED AND DELIVERED in the presence of:

. Williams

Standard Nominees Limited

