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SEP 12 2018

PUBLIC SERVICE  
COMMISSION

COMMONWEALTH OF KENTUCKY

BEFORE THE PUBLIC SERVICE COMMISSION

In the Matter of:

AIRVIEW UTILITIES, LLC'S NOTICE OF  
SURRENDER AND ABANDONMENT OF  
UTILITY PROPERTY

CASE NO. 2016-00207

**SUPPLEMENTAL RESPONSE OF AIRVIEW UTILITIES, LLC TO THE PUBLIC  
SERVICE COMMISSION'S ORDER OF JULY 17, 2018**

Comes Airview Utilities, LLC ("Airview"), by counsel, and for its Supplemental Response to the Public Service Commission's ("Commission") Order of July 17, 2018, states as follows:

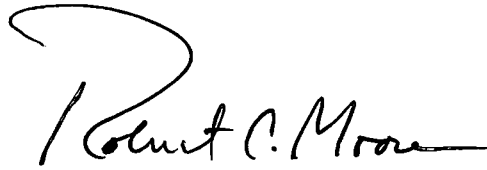
1. Numerical paragraph 2 of the Commission's Interim Order of February 2, 2017, required Airview to submit the names of three engineering firms, with engineers registered in Kentucky, acceptable to Elizabethtown, to include documentation verifying Elizabethtown's approval of each firm, and if applicable, Elizabethtown's recommendation as to which firm should perform the work. The Response of Airview Utilities, LLC to the Public Service Commission's Order of July 17, 2018, contained Exhibit A which set forth a list of four (4) engineering firms that Elizabethtown verbally indicated were acceptable to it. By email dated August 16, 2018, from Kelly Johnson with the City of Elizabethtown, Charlie Bryant, Executive Assistant for Elizabethtown, stated that the information identifying the four engineering companies acceptable to Elizabethtown appeared to be correct. A copy of said August 16, 2018 email is attached hereto as Exhibit A.

2. Numerical paragraph 4 of the Commission's February 9, 2017 Interim Order required Airview to file into the record written consent of the Lessor for a transfer of Airview's

benefits under the Lease. By Assignment of Lease dated August 31, 2018, Fred H. Schlatter and Ruby Schlatter, Lessors, consented to the assignment of the lease between Fred H. Schlatter and Ruby Schlatter and Airview dated October 4, 2005, and the benefits under said Lease to the City of Elizabethtown, Kentucky, and/or to the Fiscal Court of Hardin County, Kentucky. See attached Exhibit B. The Assignment of Lease further indicated that Fred H. Schlatter and Ruby Schlatter “consent and authorize the Assignee to own, operate, maintain, repair, replace, demolish, remove and/or construct a WWTP or pump station and appurtenances, including water lines or sewer lines, on the property subject to the Lease.” The Assignment was executed by April Cameron, the individual appointed as the Durable Power of Attorney for Fred H. Schlatter and Ruby F. Schlatter. The documents appointing April A. Cameron as Durable Power of Attorney for Ruby F. Schlatter and Frederick H. Schlatter, her mother and father, are attached hereto as Exhibit C.



Respectfully submitted,



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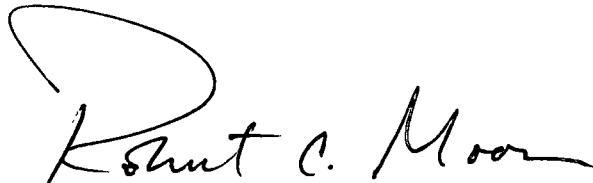
Robert C. Moore  
Katie M. Glass  
STITES & HARBISON PLLC  
421 West Main Street  
P.O. Box 634  
Frankfort, KY 40602-0634  
Telephone: (502) 223-3477  
Email: [rmoore@stites.com](mailto:rmoore@stites.com)  
Email: [kglass@stites.com](mailto:kglass@stites.com)  
COUNSEL FOR AIRVIEW UTILITIES, LLC

**CERTIFICATE OF SERVICE**

I hereby certify that a copy of the foregoing was served by electronic mail, on this 12<sup>TH</sup> day of September, 2018 upon:

Justin M. McNeil  
Kent A. Chandler  
Rebecca W. Goodman  
Assistant Attorneys General  
700 Capital Avenue, Suite 20  
Frankfort, KY 40601-8204

Deborah Shaw  
City Attorney  
City of Elizabethtown  
P.O. Box 550  
Elizabethtown, KY 42702



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Robert C. Moore



# **ATTACHMENT A**

**From:** Kelly Johnson <kelly@elizabethtownky.gov>  
**Sent:** Thursday, August 16, 2018 4:24 PM  
**To:** Tipton, Peggy J. <PTIPTON@stites.com>  
**Subject:** RE: Airview Utilities, LLC

Ms. Tipton,

Charlie has stated the information appears to be correct except it should be HDR Engineering, Inc.

Thanks,

*Kelly Johnson*  
*City of Elizabethtown*  
*270-765-6121 ext. 201*  
[www.etownky.org](http://www.etownky.org)



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**From:** Tipton, Peggy J. [mailto:PTIPTON@stites.com]  
**Sent:** Thursday, August 16, 2018 4:06 PM  
**To:** [kelly@elizabethtownky.gov](mailto:kelly@elizabethtownky.gov)  
**Cc:** [city.attorney@elizabethtownky.gov](mailto:city.attorney@elizabethtownky.gov); Moore, Robert  
**Subject:** Airview Utilities, LLC

Kelly – Could you please forward the attached letter to Charlie Bryant? Please confirm receipt.

Thank you.  
Peggy

**Peggy Jo Tipton**  
*Legal Assistant*  
*Direct: 502-209-1213*  
*Fax: 502-223-4391*  
[ptipton@stites.com](mailto:ptipton@stites.com)

**STITES & HARBISON PLLC**  
421 West Main Street, P.O. Box 634, Frankfort, KY 40602-0634  
**About Stites & Harbison**

NOTICE: This message is intended only for the addressee and may contain information that is privileged, confidential and/or attorney work product. If you are not the intended

# **ATTACHMENT B**



# **ATTACHMENT C**

# Done Recorded POAs for Mr. and...

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## Bobbie Holsclaw Jefferson County Clerk's Office

As evidenced by the instrument number shown below, this document  
has been recorded as a permanent record in the archives of the  
Jefferson County Clerk's Office.



**INST # 2016015972**

**BATCH # 9146**

JEFFERSON CO, KY FEE \$29.00

PRESENTED ON: 01-21-2016 6 03:35:52 PM

LODGED BY: REED WEITKAMP SCHELL & VICE

RECORDED: 01-21-2016 03:35:52 PM

BOBBIE HOLSCLAW

CLERK

BY: CARRIE HARRISON

RECORDING CLERK

**BK: D 10543**

**PG: 216-223**

527 W Jefferson St ~ Louisville, KY 40202 (502) 574-5700

Website: [www.jeffersoncountyclerk.org](http://www.jeffersoncountyclerk.org) | Email: [countyclerk@jeffersoncountyclerk.org](mailto:countyclerk@jeffersoncountyclerk.org)



# Done Recorded POAs for Mr. and...

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## DURABLE POWER OF ATTORNEY

I, RUBY F. SCHLATTER, of Jefferson County, Kentucky, hereby make, constitute and appoint my daughter, APRIL A. CAMERON, of Jefferson County, Kentucky (or, in the event of her death, disability or declination to serve, PETER CAMERON), my true and lawful Attorney-in-Fact, hereby revoking any and all powers of attorney that may have been heretofore executed by me, with full power and authority for me in my name, place and stead, to act in, manage, and conduct all my affairs as I could do if acting personally. For purposes of acting as my Attorney-in-Fact, I hereby authorize my said Attorney-in-Fact, for me and in my name, place and stead, and for my use and benefit, and as my act and deed, to do and execute, or to concur with persons and/or other legal entities jointly interested with myself therein in the doing or executing of, all or any necessary acts, deeds and things including, but not limited to, the following:

(1) TO BUY, ACQUIRE, OBTAIN, TAKE OR HOLD POSSESSION of any property or property rights of mine or for me whatsoever, whether real, personal or mixed; and to retain such property as long as said Attorney-in-Fact shall deem it wise; and without limiting the generality of the foregoing, to take possession of, and to order the removal and shipment of, any property from any post, warehouse, depot, dock, or other place of storage or safekeeping, governmental or private; and to execute and deliver any release, voucher, receipt, shipping ticket, certificate or other instrument necessary or convenient for such purposes;

(2) TO SELL, CONVEY, (either with or without covenants of warranty), LEASE, MANAGE, CARE FOR, PRESERVE, PROTECT, INSURE, IMPROVE, CONTROL, STORE, TRANSPORT, MAINTAIN, REPAIR, REMODEL, REBUILD, and in every way deal in and with any property or property rights of mine, now or hereafter owned by me, and to set up and carry reserves for repairs, improvements, upkeep and obsolescence of real and personal property; to eject, remove, or relieve tenants or other persons from, and to recover possession of such property, real, personal or mixed; and to deal with the United States government or agencies thereof in the negotiating and executing of any contract;

(3) TO BORROW MONEY, MORTGAGE PROPERTY OR COMPLETE, EXTEND, MODIFY OR RENEW ANY OBLIGATIONS, giving either secured (including but not restricted to real estate mortgages, stock certificates and/or insurance policies as collateral) or unsecured, negotiable or nonnegotiable obligations of the undersigned, at a rate of interest and upon terms satisfactory to my said Attorney-in-Fact; to likewise 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, firm or corporation in the furtherance of any business of mine;

(4) TO OPEN, MAINTAIN, OR CLOSE BANK ACCOUNTS, savings or checking, or to do any business with any banking or lending institution, including any savings and loan association or any insurance company, in regard to any savings or checking account of mine, to access, modify, delete, control and transfer my DIGITAL FINANCIAL ACCOUNTS, to make



# Done Recorded POAs for Mr. and...

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deposits and withdrawals, obtain bank statements and passbooks, to collect or receive funds, to draw, make and sign, endorse or execute checks, drafts, money orders, warrants, certificates or vouchers payable on my behalf to, or payable to me by, any person, firm or corporation, including political corporations, and including the United States of America, including but not restricted to allowances and reimbursements for transportation of dependents or for shipment of household effects as authorized by law or regulations; and TO HAVE FULL ACCESS TO ANY SAFETY DEPOSIT BOX, AND CONTENTS of mine, IN ANY BANK OR BANKING INSTITUTIONS, and to remove therefrom all or any part of the property contained therein;

(5) TO PAY ALL TAXES, city, county, State or Federal, including, but not restricted to, real estate taxes, special assessments, personal property taxes, monies and credit taxes, and income taxes, and to receive appropriate receipts thereof; to prepare, execute, file and obtain from the Government income and other tax returns, State and Federal, and other governmental reports, applications, requests and documents; to take any appropriate action to minimize, reduce or establish nonliability for taxes whether now or hereafter unlawfully or illegally assessed against me; to receive or sue or take appropriate action for refunds of same; to appear for me and to represent me before the Internal Revenue Service and/or United States Department of the Treasury and/or any state tax commission, or any unit, division, agent or employee thereof, in connection with any matter involving Federal or State taxes in which I may be a party; to do everything whatsoever requisite and necessary to be done in the premises and to receive refund checks; and to execute waivers of the statute of limitations and to execute closing agreements as fully as I might do if done in my own capacity (and I hereby request and direct that all correspondence, documents and other communications regarding any tax matters with respect to which my said Attorney-in-Fact is hereby authorized to act be addressed to the said Attorney-in-Fact at the address said Attorney-in-Fact directs);

(6) 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 of any stocks, stock rights, shares, bonds, debentures, or other investments, right or interest I may now or hereafter hold, as fully as I might do if personally present and acting in my own behalf, including, but not restricted to, the right to join in or oppose any plans for changes in organization;

(7) TO INVEST AND REINVEST, or exchange any existing assets, including but not restricted to common and preferred stocks, bonds, annuities, and life insurance, in any income-producing contracts or property or securities, real or personal; and not limited by the generality of the foregoing, to take out life insurance upon my life or upon the life of anyone else in whom I have an insurable beneficial interest, naming as beneficiary either me or the insured or the estate of any insured; and to pay the premiums, assessments and proper charges for such investments or to continue any existing plan of insurance or investment;

(8) TO REASONABLY DELAY, DEFEND, BEGIN, PROSECUTE, SETTLE, ARBITRATE, OR DISPOSE OF ANY LAWSUIT, or administrative hearings, claims, actions, attachments, injunctions, arrests or other proceedings, or otherwise engage in or participate in litigation in connection with my property or rights;





# Done Recorded POAs for Mr. and...

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(9) TO CARRY ON A BUSINESS, or businesses of mine, or to begin new enterprises, in the discretion of the Attorney-in-Fact, and for that purpose to retain and employ or increase therein the capital which as of this date shall be employed therein; and to use fresh capital for any new enterprises; and to incorporate, or to operate as a general partnership, or limited partnership, or sole proprietorship under a trade name; to borrow on behalf of such business and to pledge business and/or personal assets of mine for such debt; to extend, modify, renegotiate or otherwise deal with any business debt; to buy and sell business assets; to liquidate, merge or reorganize any business; to make ordinary or extraordinary distributions of profits; to serve individually as employee, officer or director of such business at reasonable compensation for each service rendered;

(10) TO EMPLOY professional and business assistants of all kinds, including, but not restricted to, attorneys, accountants, realtors, appraisers, salesmen, and agents; and to exercise rights that I have retained under agency agreements to which I am and may be a party (hereby releasing any agent from liability for allowing my Attorney-in-Fact so to act in my stead);

(11) TO ACT IN THE SETTLEMENT OF ANY ESTATE, in which I have or may have some interest or property due me and to protect, prosecute, and defend such interests; to petition, apply for, or otherwise obtain original or ancillary letters of administration, or letters testamentary; to receive and give acquittance for all sums of money, debts and accounts whatsoever which are or shall become due, owing and payable to me; to appear, waive a bond or other security, and to deduct reasonable expenses from any share due me;

(12) TO PURCHASE with the same effect as I could such United States Treasury Bonds and securities as may be redeemed, at par value (and accrued interest) in payment of Federal estate taxes which I, or my estate, may owe (commonly called "Flower Bonds"), as well as any other bonds available at a discount and redeemable at par at my death, and for the purposes thereof, to do any and all things (including the borrowing of funds) which I could do if acting personally, in order to effect the purchase and ownership of such bonds and securities for the purposes aforesaid;

(13) TO MAKE GIFTS outright or in trust or in custodianship of any amount or amounts (whether within or beyond the amount of the gift tax annual exclusion, provided that if a child of mine or other descendent of mine is acting as my attorney-in-fact hereunder, gifts to himself or herself in an individual capacity shall be limited to the annual exclusion amount in effect for that year) to the natural objects of my bounty, including, without limitation, my issue and the spouses of my issue, and including my Attorney-in-Fact, if such party is a family member, so as to minimize my Federal estate taxes, and state inheritance and estate taxes payable at my death and at my spouse's subsequent death, with full power of substitution of judgment in this regard;

(14) TO DISCLAIM any power, property or interest (present or future) to be given, bequeathed, devised, passing by intestacy or distributed in any way to me or to any trust for my benefit, in whole or in part, with full power of substitution of judgment in this regard;

(15) TO WITHDRAW any and all amounts in any life insurance policy, annuity, qualified or non-qualified retirement pension, profit sharing or deferred compensation plan, benefit or account of any kind, to the full extent of my ability to do so personally, and the insurance or annuity

# Done Recorded POAs for Mr. and...

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company, trustee, fiduciary or other holder of such policy, annuity, plan, benefit or account shall be released from all liability for complying with the instructions of my Attorney-in-Fact as to such matters;

(16) TO EXERCISE ANY AND ALL RIGHTS AND OPTIONS available to me under any POLICIES OF INSURANCE UPON MY LIFE; to execute any instrument or papers required by any company, or companies, which have issued, or may hereafter issue policies of insurance upon my life, in connection with the exercise of such rights; and generally to act in relation to said policies as fully and effectually in all respects as I myself could do;

(17) In the sole discretion of my Attorney-in-Fact, TO MAKE ANY ELECTION OR ALLOCATION of any exemption available against or under the generation-skipping tax imposed by Chapter 13 of the Internal Revenue Code of 1986, as amended (the "Code"), and to file such return or returns as shall be necessary to make such election or allocation;

(18) TO CREATE AND FUND one or more revocable or irrevocable trusts for my benefit and payable to my estate after death, with such trustee(s) and on such terms as my Attorney-in-Fact shall deem appropriate, and to revoke, amend or withdraw from any such trust;

(19) TO ADD TO THE PRINCIPAL of any trust I may have created any part or parts of my real or personal property or properties, of whatever nature, in which I have an interest; to withdraw such sums from or such portions of the principal of any trust I may have created as my Attorney-in-Fact may from time to time request in writing delivered to the trustee of such trust during my lifetime; to consent with all beneficiaries to the modification or termination of any irrevocable trust I may have created, without court approval, on my behalf as the Settlor or the Grantor;

(20) TO DEAL WITH THE SOCIAL SECURITY ADMINISTRATION and other federal, state and local agencies on my behalf;

(21) TO APPLY FOR or qualify me to receive any retirement, pension or government benefits and to receive, endorse and collect the proceeds of any retirement, pension or government benefits (including Social Security, Medicare and/or Medicaid, and/or railroad benefits, if applicable) which I may be receiving either as checks payable to or to the order of the undersigned or as direct deposits to an account in the name of the undersigned, including the transfer of such funds to or from any account in the name of the undersigned and/or the authority to change the existing direct deposit instructions to an alternate account in the name of the undersigned; to have full rights and authority to access such accounts and funds; and to act on my behalf pursuant to the terms of this Durable Power of Attorney;

(22) TO SATISFY any charitable pledges I may have made;

(23) TO TAKE CHARGE OF MY PERSON IN CASE OF SICKNESS OR DISABILITY of any kind, and to remove and place me in such hospitals or places as my Attorney-in-Fact may deem best for my personal care, comfort, benefit and safety, including but not limited to a psychiatric hospital, nursing home or hospice; to have access to my medical records and to disclose such records to others; to employ and discharge physicians; to consent or refuse consent to any proposed medical procedures and to make any health care decisions for me when I no longer have decisional capacity, subject to my Living Will Directive, if any, or if not, then pursuant to the Kentucky Living Will Directive Act; and for said purposes to use and disburse any or all of said monies and other property;

(24) TO MAKE OR CONTINUE TO MAKE payments of the kind and nature made by me to or for my descendants including educational expenses and medical care for the benefit of my descendants. Such payments shall be made directly to the educational organization or health care provider and otherwise qualify for the gift tax exclusion under Section 2503(e) of the Code and the regulations thereunder;

(25) TO PAY FROM TIME TO TIME MY EXPENSES of any sort, including, without limiting the generality of the foregoing, my household expenses, my living expenses and my medical, hospital and nursing expenses; and

(26) TO ADMINISTER MY DIGITAL ASSETS, including (i) the power to access, use and control my digital devices, including but not limited to, desktops, laptops, tablets, peripherals, storage devices, mobile telephones, smartphones and any similar digital device which currently exists or may exist as technology develops or such comparable items as technology develops, for the purpose of accessing, modifying, deleting, controlling or transferring my digital assets, (ii) the power to access, modify, delete, control and transfer my digital assets, including but not limited to, my emails received, email accounts, digital music, digital photographs, digital videos, software licenses, social network accounts, file sharing accounts, financial accounts, banking accounts, domain registrations, DNS service accounts, web hosting accounts, tax preparation service accounts, online stores, affiliate programs, other online accounts, including frequent flyer and other bonus programs, and similar digital items which currently exist or may exist as technology develops or such comparable items as technology develops, and (iii) the power to obtain, access, modify, delete and control my passwords and other electronic credentials associated with my digital devices and digital assets described above.

I hereby give and grant said Attorney-in-Fact full power and authority to do and perform each and every act, deed, matter and thing whatsoever in and about my property and affairs as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present, and hereby ratify all that said Attorney-in-Fact shall lawfully do or cause to be done by virtue thereof; PROVIDED, HOWEVER, that nothing herein shall give or grant the power to execute a will or change a will or other testamentary instrument.

I further direct that this Durable Power of Attorney shall take effect as below provided and shall be irrevocable except as hereinafter otherwise expressly stated, and if real estate of mine is involved and this instrument has been recorded in a public office, this instrument, as to such real estate, shall not be revocable, unless and until such time as there is filed of record a duly

# Done Recorded POAs for Mr. and...

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...on of this instrument in the same public office in which the instrument containing this power is recorded.

I hereby nominate my said Attorney-in-Fact as the conservator or guardian of my estate and person if protective proceedings for either my estate or person (or both) are hereafter commenced.

THIS DURABLE POWER OF ATTORNEY SHALL BECOME EFFECTIVE UPON THE DATE OF EXECUTION HEREOF AND SHALL CONTINUE EFFECTIVE UNTIL IT IS VALIDLY REVOKED BY ME IN WRITING. This power, as between said Attorney-in-Fact and me, may be revoked at any time by prior written notice to said Attorney-in-Fact stating the date on which such revocation shall be effective; BUT, as regards any revocation by me or by operation of law, including death, anyone else in good faith relying upon the exercise of these powers by said Attorney-in-Fact may rely upon this instrument for its continuing validity. This instrument may be recorded in a public office but need not necessarily be so recorded.

THIS DURABLE POWER OF ATTORNEY SHALL NOT BE AFFECTED BY THE SUBSEQUENT DISABILITY OR INCAPACITY OF THE PRINCIPAL.

HIPAA Authorization. Notwithstanding the limitations set forth in the first literary paragraph in this Durable Power of Attorney with respect to my disability or incapacity, the following shall take effect as of the date of my signature of this instrument and shall continue in effect until revoked by me in writing, and shall not be affected by my subsequent disability or incapacity, or the lapse of time:

My attorney-in-fact shall have the power and authority to serve as my personal representative for all purposes of the Health Insurance Portability and Accountability Act (HIPAA), (Pub. L. 104-191), 45 CFR Section 160 through 164. My attorney-in-fact is also authorized to execute all releases, authorizations, consents and other documents necessary in order to obtain disclosure of my patient records and other medical and health information subject to and protected under HIPAA.

EXCULPATION. My said Attorney-in-Fact shall not be liable for any loss sustained through error of judgment made in good faith, but said Attorney-in-Fact shall be liable for willful misconduct or breach of good faith.

If any provision of this Durable Power of Attorney or its application to any person or circumstance is held invalid, the invalidity shall not affect other provisions or applications of this Durable Power of Attorney that can be given effect without the invalid provision or application and to this end the provisions of this Durable Power of Attorney are severable.



# Done Recorded POAs for Mr. and...

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## Bobbie Holsclaw Jefferson County Clerk's Office

As evidenced by the instrument number shown below, this document  
has been recorded as a permanent record in the archives of the  
Jefferson County Clerk's Office.



**INST # 2016015971**

**BATCH # 9146**

JEFFERSON CO, KY FEE \$29.00

PRESENTED ON: 01-21-2016 6 03:35:38 PM

LODGED BY: REED WEITKAMP SCHELL & VICE

RECORDED: 01-21-2016 03:35:38 PM

BOBBIE HOLSCLAW

CLERK

BY: CARRIE HARRISON

RECORDING CLERK

**BK: D 10543**

**PG: 208-215**

527 W Jefferson St ~ Louisville, KY 40202 (502) 574-5700

Website: [www.jeffersoncountyclerk.org](http://www.jeffersoncountyclerk.org) | Email: [countyclerk@jeffersoncountyclerk.org](mailto:countyclerk@jeffersoncountyclerk.org)



# Done Recorded POAs for Mr. and...

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## DURABLE POWER OF ATTORNEY

I, **FREDERICK H. SCHLATTER**, of Jefferson County, Kentucky, hereby make, constitute and appoint my daughter, **APRIL A. CAMERON**, of Jefferson County, Kentucky (or, in the event of her death, disability or declination to serve, **PETER CAMERON**), my true and lawful Attorney-in-Fact, hereby revoking any and all powers of attorney that may have been heretofore executed by me, with full power and authority for me in my name, place and stead, to act in, manage, and conduct all my affairs as I could do if acting personally. For purposes of acting as my Attorney-in-Fact, I hereby authorize my said Attorney-in-Fact, for me and in my name, place and stead, and for my use and benefit, and as my act and deed, to do and execute, or to concur with persons and/or other legal entities jointly interested with myself therein in the doing or executing of, all or any necessary acts, deeds and things including, but not limited to, the following:

(1) **TO BUY, ACQUIRE, OBTAIN, TAKE OR HOLD POSSESSION** of any property or property rights of mine or for me whatsoever, whether real, personal or mixed; and to retain such property as long as said Attorney-in-Fact shall deem it wise; and without limiting the generality of the foregoing, to take possession of, and to order the removal and shipment of, any property from any post, warehouse, depot, dock, or other place of storage or safekeeping, governmental or private; and to execute and deliver any release, voucher, receipt, shipping ticket, certificate or other instrument necessary or convenient for such purposes;

(2) **TO SELL, CONVEY**, (either with or without covenants of warranty), **LEASE, MANAGE, CARE FOR, PRESERVE, PROTECT, INSURE, IMPROVE, CONTROL, STORE, TRANSPORT, MAINTAIN, REPAIR, REMODEL, REBUILD**, and in every way deal in and with any property or property rights of mine, now or hereafter owned by me, and to set up and carry reserves for repairs, improvements, upkeep and obsolescence of real and personal property; to eject, remove, or relieve tenants or other persons from, and to recover possession of such property, real, personal or mixed; and to deal with the United States government or agencies thereof in the negotiating and executing of any contract;

(3) **TO BORROW MONEY, MORTGAGE PROPERTY OR COMPLETE, EXTEND, MODIFY OR RENEW ANY OBLIGATIONS**, giving either secured (including but not restricted to real estate mortgages, stock certificates and/or insurance policies as collateral) or unsecured, negotiable or nonnegotiable obligations of the undersigned, at a rate of interest and upon terms satisfactory to my said Attorney-in-Fact; to likewise **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**, firm or corporation in the furtherance of any business of mine;

(4) **TO OPEN, MAINTAIN, OR CLOSE BANK ACCOUNTS**, savings or checking, or to do any business with any banking or lending institution, including any savings and loan association or any insurance company, in regard to any savings or checking account of mine, to access, modify, delete, control and transfer my **DIGITAL FINANCIAL ACCOUNTS**, to make

# Done Recorded POAs for Mr. and...

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deposits and withdrawals, obtain bank statements and passbooks, to collect or receive funds, to draw, make and sign, endorse or execute checks, drafts, money orders, warrants, certificates or vouchers payable on my behalf to, or payable to me by, any person, firm or corporation, including political corporations, and including the United States of America, including but not restricted to allowances and reimbursements for transportation of dependents or for shipment of household effects as authorized by law or regulations; and TO HAVE FULL ACCESS TO ANY SAFETY DEPOSIT BOX, AND CONTENTS of mine, IN ANY BANK OR BANKING INSTITUTIONS, and to remove therefrom all or any part of the property contained therein;

(5) TO PAY ALL TAXES, city, county, State or Federal, including, but not restricted to, real estate taxes, special assessments, personal property taxes, monies and credit taxes, and income taxes, and to receive appropriate receipts thereof; to prepare, execute, file and obtain from the Government income and other tax returns, State and Federal, and other governmental reports, applications, requests and documents; to take any appropriate action to minimize, reduce or establish nonliability for taxes whether now or hereafter unlawfully or illegally assessed against me; to receive or sue or take appropriate action for refunds of same; to appear for me and to represent me before the Internal Revenue Service and/or United States Department of the Treasury and/or any state tax commission, or any unit, division, agent or employee thereof, in connection with any matter involving Federal or State taxes in which I may be a party; to do everything whatsoever requisite and necessary to be done in the premises and to receive refund checks; and to execute waivers of the statute of limitations and to execute closing agreements as fully as I might do if done in my own capacity (and I hereby request and direct that all correspondence, documents and other communications regarding any tax matters with respect to which my said Attorney-in-Fact is hereby authorized to act be addressed to the said Attorney-in-Fact at the address said Attorney-in-Fact directs);

(6) 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 of any stocks, stock rights, shares, bonds, debentures, or other investments, right or interest I may now or hereafter hold, as fully as I might do if personally present and acting in my own behalf, including, but not restricted to, the right to join in or oppose any plans for changes in organization;

(7) TO INVEST AND REINVEST, or exchange any existing assets, including but not restricted to common and preferred stocks, bonds, annuities, and life insurance, in any income-producing contracts or property or securities, real or personal; and not limited by the generality of the foregoing, to take out life insurance upon my life or upon the life of anyone else in whom I have an insurable beneficial interest, naming as beneficiary either me or the insured or the estate of any insured; and to pay the premiums, assessments and proper charges for such investments or to continue any existing plan of insurance or investment;

(8) TO REASONABLY DELAY, DEFEND, BEGIN, PROSECUTE, SETTLE, ARBITRATE, OR DISPOSE OF ANY LAWSUIT, or administrative hearings, claims, actions, attachments, injunctions, arrests or other proceedings, or otherwise engage in or participate in litigation in connection with my property or rights;



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(9) TO CARRY ON A BUSINESS, or businesses of mine, or to begin new enterprises, in the discretion of the Attorney-in-Fact, and for that purpose to retain and employ or increase therein the capital which as of this date shall be employed therein; and to use fresh capital for any new enterprises; and to incorporate, or to operate as a general partnership, or limited partnership, or sole proprietorship under a trade name; to borrow on behalf of such business and to pledge business and/or personal assets of mine for such debt; to extend, modify, renegotiate or otherwise deal with any business debt; to buy and sell business assets; to liquidate, merge or reorganize any business; to make ordinary or extraordinary distributions of profits; to serve individually as employee, officer or director of such business at reasonable compensation for each service rendered;

(10) TO EMPLOY professional and business assistants of all kinds, including, but not restricted to, attorneys, accountants, realtors, appraisers, salesmen, and agents; and to exercise rights that I have retained under agency agreements to which I am and may be a party (hereby releasing any agent from liability for allowing my Attorney-in-Fact so to act in my stead);

(11) TO ACT IN THE SETTLEMENT OF ANY ESTATE, in which I have or may have some interest or property due me and to protect, prosecute, and defend such interests; to petition, apply for, or otherwise obtain original or ancillary letters of administration, or letters testamentary; to receive and give acquittance for all sums of money, debts and accounts whatsoever which are or shall become due, owing and payable to me; to appear, waive a bond or other security, and to deduct reasonable expenses from any share due me;

(12) TO PURCHASE with the same effect as I could such United States Treasury Bonds and securities as may be redeemed, at par value (and accrued interest) in payment of Federal estate taxes which I, or my estate, may owe (commonly called "Flower Bonds"), as well as any other bonds available at a discount and redeemable at par at my death, and for the purposes thereof, to do any and all things (including the borrowing of funds) which I could do if acting personally, in order to effect the purchase and ownership of such bonds and securities for the purposes aforesaid;

(13) TO MAKE GIFTS outright or in trust or in custodianship of any amount or amounts (whether within or beyond the amount of the gift tax annual exclusion, provided that if a child of mine or other descendent of mine is acting as my attorney-in-fact hereunder, gifts to himself or herself in an individual capacity shall be limited to the annual exclusion amount in effect for that year) to the natural objects of my bounty, including, without limitation, my issue and the spouses of my issue, and including my Attorney-in-Fact, if such party is a family member, so as to minimize my Federal estate taxes, and state inheritance and estate taxes payable at my death and at my spouse's subsequent death, with full power of substitution of judgment in this regard;

(14) TO DISCLAIM any power, property or interest (present or future) to be given, bequeathed, devised, passing by intestacy or distributed in any way to me or to any trust for my benefit, in whole or in part, with full power of substitution of judgment in this regard;

(15) TO WITHDRAW any and all amounts in any life insurance policy, annuity, qualified or non-qualified retirement pension, profit sharing or deferred compensation plan, benefit or account of any kind, to the full extent of my ability to do so personally, and the insurance or annuity

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company, trustee, fiduciary or other holder of such policy, annuity, plan, benefit or account shall be released from all liability for complying with the instructions of my Attorney-in-Fact as to such matters;

(16) TO EXERCISE ANY AND ALL RIGHTS AND OPTIONS available to me under any POLICIES OF INSURANCE UPON MY LIFE; to execute any instrument or papers required by any company, or companies, which have issued, or may hereafter issue policies of insurance upon my life, in connection with the exercise of such rights; and generally to act in relation to said policies as fully and effectually in all respects as I myself could do;

(17) In the sole discretion of my Attorney-in-Fact, TO MAKE ANY ELECTION OR ALLOCATION of any exemption available against or under the generation-skipping tax imposed by Chapter 13 of the Internal Revenue Code of 1986, as amended (the "Code"), and to file such return or returns as shall be necessary to make such election or allocation;

(18) TO CREATE AND FUND one or more revocable or irrevocable trusts for my benefit and payable to my estate after death, with such trustee(s) and on such terms as my Attorney-in-Fact shall deem appropriate, and to revoke, amend or withdraw from any such trust;

(19) TO ADD TO THE PRINCIPAL of any trust I may have created any part or parts of my real or personal property or properties, of whatever nature, in which I have an interest; to withdraw such sums from or such portions of the principal of any trust I may have created as my Attorney-in-Fact may from time to time request in writing delivered to the trustee of such trust during my lifetime; to consent with all beneficiaries to the modification or termination of any irrevocable trust I may have created, without court approval, on my behalf as the Settlor or the Grantor;

(20) TO DEAL WITH THE SOCIAL SECURITY ADMINISTRATION and other federal, state and local agencies on my behalf;

(21) TO APPLY FOR or qualify me to receive any retirement, pension or government benefits and to receive, endorse and collect the proceeds of any retirement, pension or government benefits (including Social Security, Medicare and/or Medicaid, and/or railroad benefits, if applicable) which I may be receiving either as checks payable to or to the order of the undersigned or as direct deposits to an account in the name of the undersigned, including the transfer of such funds to or from any account in the name of the undersigned and/or the authority to change the existing direct deposit instructions to an alternate account in the name of the undersigned; to have full rights and authority to access such accounts and funds; and to act on my behalf pursuant to the terms of this Durable Power of Attorney;

(22) TO SATISFY any charitable pledges I may have made;

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(23) TO TAKE CHARGE OF MY PERSON IN CASE OF SICKNESS OR DISABILITY of any kind, and to remove and place me in such hospitals or places as my Attorney-in-Fact may deem best for my personal care, comfort, benefit and safety, including but not limited to a psychiatric hospital, nursing home or hospice; to have access to my medical records and to disclose such records to others; to employ and discharge physicians; to consent or refuse consent to any proposed medical procedures and to make any health care decisions for me when I no longer have decisional capacity, subject to my Living Will Directive, if any, or if not, then pursuant to the Kentucky Living Will Directive Act; and for said purposes to use and disburse any or all of said monies and other property;

(24) TO MAKE OR CONTINUE TO MAKE payments of the kind and nature made by me to or for my descendants including educational expenses and medical care for the benefit of my descendants. Such payments shall be made directly to the educational organization or health care provider and otherwise qualify for the gift tax exclusion under Section 2503(e) of the Code and the regulations thereunder;

(25) TO PAY FROM TIME TO TIME MY EXPENSES of any sort, including, without limiting the generality of the foregoing, my household expenses, my living expenses and my medical, hospital and nursing expenses; and

(26) TO ADMINISTER MY DIGITAL ASSETS, including (i) the power to access, use and control my digital devices, including but not limited to, desktops, laptops, tablets, peripherals, storage devices, mobile telephones, smartphones and any similar digital device which currently exists or may exist as technology develops or such comparable items as technology develops, for the purpose of accessing, modifying, deleting, controlling or transferring my digital assets, (ii) the power to access, modify, delete, control and transfer my digital assets, including but not limited to, my emails received, email accounts, digital music, digital photographs, digital videos, software licenses, social network accounts, file sharing accounts, financial accounts, banking accounts, domain registrations, DNS service accounts, web hosting accounts, tax preparation service accounts, online stores, affiliate programs, other online accounts, including frequent flyer and other bonus programs, and similar digital items which currently exist or may exist as technology develops or such comparable items as technology develops, and (iii) the power to obtain, access, modify, delete and control my passwords and other electronic credentials associated with my digital devices and digital assets described above.

I hereby give and grant said Attorney-in-Fact full power and authority to do and perform each and every act, deed, matter and thing whatsoever in and about my property and affairs as fully and effectually to all intents and purposes as I might or could do in my own proper person if personally present, and hereby ratify all that said Attorney-in-Fact shall lawfully do or cause to be done by virtue thereof; PROVIDED, HOWEVER, that nothing herein shall give or grant the power to execute a will or change a will or other testamentary instrument.

I further direct that this Durable Power of Attorney shall take effect as below provided and shall be irrevocable except as hereinafter otherwise expressly stated, and if real estate of mine is involved and this instrument has been recorded in a public office, this instrument, as to such real estate, shall not be revocable, unless and until such time as there is filed of record a duly

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acknowledged revocation of this instrument in the same public office in which the instrument containing this power is recorded.

I hereby nominate my said Attorney-in-Fact as the conservator or guardian of my estate and person if protective proceedings for either my estate or person (or both) are hereafter commenced.

THIS DURABLE POWER OF ATTORNEY SHALL BECOME EFFECTIVE UPON THE DATE OF EXECUTION HEREOF AND SHALL CONTINUE EFFECTIVE UNTIL IT IS VALIDLY REVOKED BY ME IN WRITING. This power, as between said Attorney-in-Fact and me, may be revoked at any time by prior written notice to said Attorney-in-Fact stating the date on which such revocation shall be effective; BUT, as regards any revocation by me or by operation of law, including death, anyone else in good faith relying upon the exercise of these powers by said Attorney-in-Fact may rely upon this instrument for its continuing validity. This instrument may be recorded in a public office but need not necessarily be so recorded.

THIS DURABLE POWER OF ATTORNEY SHALL NOT BE AFFECTED BY THE SUBSEQUENT DISABILITY OR INCAPACITY OF THE PRINCIPAL.

HIPAA Authorization. Notwithstanding the limitations set forth in the first literary paragraph in this Durable Power of Attorney with respect to my disability or incapacity, the following shall take effect as of the date of my signature of this instrument and shall continue in effect until revoked by me in writing, and shall not be affected by my subsequent disability or incapacity, or the lapse of time:

My attorney-in-fact shall have the power and authority to serve as my personal representative for all purposes of the Health Insurance Portability and Accountability Act (HIPAA), (Pub. L. 104-191), 45 CFR Section 160 through 164. My attorney-in-fact is also authorized to execute all releases, authorizations, consents and other documents necessary in order to obtain disclosure of my patient records and other medical and health information subject to and protected under HIPAA.

EXCULPATION. My said Attorney-in-Fact shall not be liable for any loss sustained through error of judgment made in good faith, but said Attorney-in-Fact shall be liable for willful misconduct or breach of good faith.

If any provision of this Durable Power of Attorney or its application to any person or circumstance is held invalid, the invalidity shall not affect other provisions or applications of this Durable Power of Attorney that can be given effect without the invalid provision or application and to this end the provisions of this Durable Power of Attorney are severable.

