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RECORDED ✓
COMPARED ✓

FILED NO. **1695**

BOOK **44** PAGE **417**

97 OCT 29 PM 3: 25

REC \$ 45.00
AUD \$ _____
R.M.F. \$ 1.00

MICHELLE DUGAN
RECORDER
MADISON COUNTY, IOWA

- STATE OF KANSAS, COUNTY OF ALLEN:

I, Jacqueline Webb, Register of Deeds, in and for said county and state, hereby certify this to be a true copy of the original instrument as recorded in Book 135 of Miscellaneous, page 617 in my office.

Witness my hand and official seal this 28th day of July, 1997.

AFTER RECORDING RETURN TO:
FIRST NATIONWIDE MORTGAGE
MC # 1020/MELISSA McNEILL
5280 CORPORATE DRIVE
FREDERICK, MARYLAND 21703

Prepared by:
Judy C. Stewart
Federal Deposit Insurance Corporation
1201 W. Peachtree Street, N.E.
Suite 1800
Atlanta, Georgia 30309-3415

Jacqueline Webb
REGISTER OF DEEDS

STATE OF KANSAS, COUNTY OF ALLEN, MO
FILED FOR RECORD THIS 16 DAY OF January 1997 AT 2:20 O'CLOCK PM AND DULY RECORDED IN
BOOK 135 OF MISC. PAGE 617
FEE \$ 22.00
Madison, Ia
REGISTER OF DEEDS
ALLEN COUNTY, KANSAS

LIMITED POWER OF ATTORNEY

WHEREAS, the Federal Deposit Insurance Corporation, a corporation duly organized and existing under an act of Congress of the United States of America, is the successor in interest to the Resolution Trust Corporation ("FDIC"); and

WHEREAS, the FDIC is acting in its capacity as Receiver for certain failed financial institutions identified on Exhibit "A" hereto; and

WHEREAS, the Resolution Trust Corporation, a corporation duly organized and existing under an act of Congress of the United States of America, acting in its capacity as Receiver of certain associations identified on Exhibit "A" hereto ("RTC"), has sold to First Nationwide Mortgage Corporation ("Servicer") certain loans and related claims receivable and the servicing rights to certain loans on behalf of the associations identified on Exhibit "A" hereto (the "Sale"); and

WHEREAS, pursuant to the sales agreements, Servicer will perform certain functions for and on behalf of FDIC with respect to loans (the "Loans") that were serviced or subserviced by RTC and paid-off on or prior to the date of the Sale, and FDIC desires to designate Servicer as its true and lawful attorney-in-fact, in its name, place, and stead, and in connection with, and for the purposes of performing all acts and executing all documents in the name of FDIC necessary and incidental to performing such functions with respect to said Loans; and

WHEREAS, the FDIC in its capacity as servicer or subservicer of the Loans has been granted certain authorities by virtue of various powers of attorney to act on behalf of the entities identified on Exhibit "B" hereto; said powers of attorney including the authority to perform the functions set forth in paragraphs 1 and 2 hereinbelow as well as authorizing the FDIC to perform said functions through the use of designees or attorneys-in-fact.

NOW, THEREFORE, the FDIC appoints Servicer, through its officers, designees and attorneys-in-fact, as FDIC's true and lawful attorney-in-fact to act in its name, place and stead, or in the name, place and stead of the entities identified on Exhibit "B" hereto, as applicable, and subject to the further provisions herein, grants Servicer the authority, subject to the limitations herein, and only insofar as the following acts are related to or are in connection with the Loans, as follows:

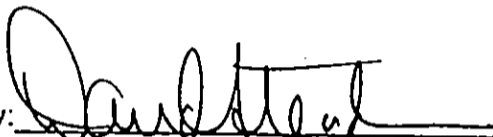
1. To prepare, execute and deliver, and otherwise cause to be effectuated, cancellations, discharges or full or partial releases of lien;
2. To prepare, execute and deliver any and all documents, and to take any and all other such actions, as may be necessary and incidental to accomplish the foregoing.

FDIC further grants to Servicer full power and authority to do and perform all acts necessary to carry into effect the powers granted by or under this Limited Power of Attorney as fully as the FDIC might or could do with the same validity as if all and every such act had been herein particularly stated, expressed, and especially provided for.

This Limited Power of Attorney shall be effective January 1, 1997 and shall continue in effect through December 31, 1997, unless sooner revoked.

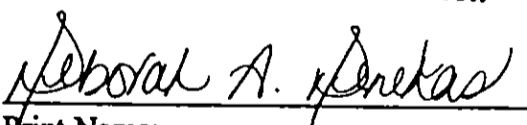
IN WITNESS WHEREOF, the FDIC by its duly authorized agent has caused these presents to be executed and subscribed in its name this 12th day of December, 1996.

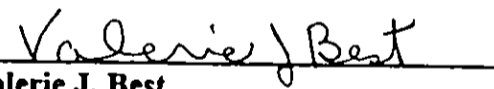
FEDERAL DEPOSIT INSURANCE CORPORATION, as Receiver of the Associations listed on Exhibit "A" attached hereto

By: 
 Name: David Steadman
 Title: Regional Manager (Operations)
 Division of Depositor and Asset Services
 Southeast Service Center

Signed, sealed and delivered in the presence of:


 Print Name: LaShawn V. Woodson


 Print Name: DEBORAH A. DENEKAS

ATTEST: 
 Name: Valerie J. Best
 Title: Assistant Executive Secretary
 (Operations)

(CORPORATE SEAL)



EXHIBIT "A"
TO
LIMITED POWER OF ATTORNEY

Institution

Standard Federal Savings Bank
Gaithersburg, Maryland

Standard Federal Savings Association
Gaithersburg, Maryland

Victoria Savings Association, F.S.A.
San Antonio, Texas

El Paso Federal Savings Association
El Paso, Texas

First Bankers Trust & Savings Association
Midland, Texas

Surety Federal Savings Association
El Paso, Texas

Southwestern Federal Savings
El Paso, Texas

Atascosa Federal Savings Bank
Jourdanton, Texas

City Savings & Loan Association
San Antonio, Texas

Andrews Savings & Loan Association, F.A.
Andrews, Texas

Freedom Savings & Loan Association
A Federal Savings & Loan Association
Tampa, Florida

Institution (CONTINUED)

Hill Financial Savings Association
Red Hill, Pennsylvania

Meridian Savings Association
Arlington, Texas

HeritageBanc Savings Association
Duncanville, Texas

Lincoln Federal Savings & Loan Association
Miami, Florida

Royal Palm Federal Savings & Loan Association
West Palm Beach, Florida

Texas Western Federal Savings Association
Houston, Texas

Meritbanc Savings Association
Houston, Texas

First Network Federal Savings Bank
Los Angeles, California

North Carolina Savings & Loan Association, P.A.
Charlotte, North Carolina

Savings of Texas Association
Jacksonville, Texas

Western Gulf Savings & Loan Association
Bay City, Texas

Southwest Federal Savings Association
Los Angeles, California

Haven Savings & Loan Association, F.A.
Winter Haven, Florida

Charter Savings Bank, F.S.B.
Newport Beach, California

A:\SFPOA(revision1).6

Institution (CONTINUED)

**Commonwealth Federal Savings & Loan Association
Fort Lauderdale, Florida**

**Investors Federal Savings Bank
Deerfield Beach, Florida**

**Ensign Federal Savings Bank
New York, New York**

**Hildago Federal Savings & Loan Association
Edinburg, Texas**

**First Northern Co-Operative Bank, Federal Savings Bank
Keene, New Hampshire**

**Florida Federal Savings, F.S.B.
St. Petersburg, Florida**

**Liberty Federal Savings & Loan Association
New Port Rich, Florida**

**First Federal Savings & Loan Association
Largo, Florida**

**First Federal Savings & Loan Association of the Florida Keys
Key West, Florida**

**United Savings Bank, F.S.B.
Patterson, New Jersey**

**General Federal Savings Bank
Miami, Florida**

**Heritage Federal Savings & Loan Association
Monroe, North Carolina**

**Baltimore Federal Financial, F.S.A.
Baltimore, Maryland**

**North Jersey Federal Savings Association
Passaic, New Jersey**

Institution (CONTINUED)

**Great Life Federal Savings Association
Sunrise, Florida**

**Ambassador Federal Savings & Loan Association
Tamarac, Florida**

**Duval Federal Savings Association
Jacksonville, Florida**

**The First, F.A.
Orlando, Florida**

**Amigo Federal Savings and Loan Association
Brownsville, Texas**

**Guadalupe Savings and Loan Association, F.A.
Kerrville, Texas**

**Hearne Building and Loan Association, F.A.
Hearne, Texas**

**North American Federal Savings Association
San Antonio, Texas**

**Park Cities Savings Association
Dallas, Texas**

EXHIBIT "B"
TO
LIMITED POWER OF ATTORNEY

1. **Bankers Trust Company of California, N.A., as Trustee - Orange County, California, by Limited Power of Attorney effective as of December 10, 1993 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, and (d) Standard Federal Savings Association.**
2. **Federal Home Loan Mortgage Corporation - Washington, D.C., by Limited Power of Attorney effective as of October 21, 1992 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, and (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank.**
3. **Government National Mortgage Association - Washington, D.C., by Limited Power of Attorney effective as of October 21, 1992 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, and (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank.**
4. **JHM Mortgage Securities, L.P. - McLean, Virginia, by Limited Power of Attorney effective as of October 21, 1992 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, and (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank.**
5. **JHM Mortgage Securities, L.P. - McLean, Virginia, by Limited Power of Attorney effective as of April 1, 1994 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, and (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank.**

6. **Merrill Lynch Credit Corporation (formerly known as Merrill Lynch Equity Management, Inc.)** - Jacksonville, Florida, by Limited Power of Attorney effective as of August 20, 1993 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank and (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association.

7. **Merrill Lynch Mortgage Capital, Inc.** - New York, New York by Limited Power of Attorney effective as of June 13, 1994 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (d) Standard Federal Savings Bank, and (e) Standard Federal Savings Association.

8. **Mortgage Investment Company of El Paso, Texas** - El Paso, Texas by Limited Power of Attorney effective as of November 21, 1994 to: (a) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (b) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, (c) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (d) Standard Federal Savings Bank, and (e) Standard Federal Savings Association.