STATE OF IOWA, MADISON COUNTY, SS.

Inst. No. 820 Filed for Record this 20 day of Sept 19 94 at 4:17 PM

Book 42 Page 444 Recording Fee $ 16.00 Michelle Utsler, Recorder, By Shirley H. Henry Deputy

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COMPUTER ✓
RECORDED ✓
COMPARED ✓

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

The Resolution Trust Corporation ("RTC"), a corporation organized and existing under the laws of the United States of America, with its principal office located in Washington, D. C. has determined it is necessary to appoint a representative to act on its behalf for the purposes hereinafter set forth.

Therefore, for the purpose of preserving, maintaining or liquidating assets of certain insured savings associations, the RTC does hereby authorize and empower Marvin S. Mayer, Asset Specialist, Kansas City Office, (RTC), as its Attorney In Fact with respect to insured savings associations in the states of Alaska, Arkansas, Idaho, Iowa, Illinois, Indiana, Kansas, Kentucky, Michigan, Minnesota, Missouri, Montana, Nebraska, North Dakota, Ohio, Oklahoma, Oregon, South Dakota, Washington, Wisconsin and Wyoming to take the following described actions on behalf of the RTC in either its corporate, conservatorship or receivership capacity:

1. Sign, seal and deliver as the act and deed of the RTC any instrument in writing, and to do every other thing necessary and proper for the collection and recovery of any and all monies and properties of every kind and nature whatsoever for and on behalf of the RTC and to give proper receipts and acquittances therefore in the name and on behalf of the RTC;

2. Release, discharge or assign any and all judgements, mortgages on real estate or personal property [including the release and discharge of the same of record in the office of any Prothonotary or Register of Deeds wherever located where payments on account of the same in redemption or otherwise may have been made by the debtor(s)], and to endorse receipt of such payment upon the records in any appropriate public office;

3. Receipt, collect and give all proper acquittances for any other sums of money owing to the RTC for any asset which the above-named may sell or dispose of;

4. Execute any and all transfers and assignments as may be necessary to assign any securities or other choses in action;

5. Sign, seal, acknowledge and deliver any and all agreements as shall be deemed necessary or proper by the Attorney In Fact in the care and management of any assets;

6. Sign, seal, acknowledge and deliver indemnity agreements and surety bonds in the name of and on behalf of the RTC;

7. Sign receipts for the payment of all rents and profits due or to become due on any assets;

RTC KC POA FM.1
KCO BLANKET (8/13/92)

10.00

STATE OF KANSAS } SS
COUNTY OF JOHNSON }
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SARA F. ULLMANN
REGISTER OF DEEDS

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8. Sell, acquire, transfer, convey or otherwise alienate, any and all right, title or interest in and to real property, and to execute, acknowledge and deliver any and all documents which may be necessary or convenient to effect or record any such transaction;

9. Extend, postpone, release and satisfy or take such other action regarding any mortgage lien held in the name of the RTC;

10. Foreclose any mortgage or other lien on either real or personal property, wherever located;

11. Do and perform every act necessary for the use, liquidation or collection of any assets held in the name of the RTC;

12. Sign, seal, acknowledge and deliver any and all documents as may be necessary to settle any action(s) or claim(s) asserted by or against the RTC; and

13. Sign, seal, acknowledge and deliver in the name of RTC a substitution of trustee under any deed of trust.

This Power of Attorney shall be effective as of July 15, 1994, and shall remain in full force and effect thereafter until the earlier of one year from that date, or such time as this Power of Attorney has been terminated by an authorized officer of the RTC.

IN WITNESS WHEREOF, the RTC by its duly authorized officers has caused these presents to be executed and subscribed in its name and its corporate seal affixed this 20th day of May, 1994.

RESOLUTION TRUST CORPORATION

SEAL NO.
KC-1927

BY: _____
Glen A. Penrose, Deputy Vice President
Kansas City Office

WITNESSES:

_____
Pam L. Sbarra

_____
Phyllis E. Stutzman

ATTEST: _____
David M. Swiss
Acting Assistant General Counsel
Kansas City Office

WITNESSES:

_____
Angela P. Leverette

_____
Mary P. Kock

RTC KC FOA FM.1
KCO BLANKET (8/13/92)

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State of Missouri)
) ss:
County of Jackson)

On this 20th day of May, 1994, before me, the undersigned, a Notary Public in and for the said state, personally appeared Glen A. Penrose, Deputy Vice President of the Kansas City Office of the Resolution Trust Corporation, known to me to be the person who executed the foregoing Power of Attorney on behalf of said corporation and acknowledged to me that he executed the same for purposes stated therein.

Vanessa D. Johnson
Notary Public
State of Missouri

My Commission expires:
4/26/96

VANESSA D. JOHNSON
Notary Public - Notary Seal
STATE OF MISSOURI
Jackson County
My Commission Expires 4/26/96

State of Kansas)
) ss:
County of Johnson)

This instrument was acknowledged before me on June 2nd, 1994, by David M. Swiss, Acting Assistant General Counsel of the Kansas City Office of the Resolution Trust Corporation.

Judith E. Adams
Notary Public
State of Kansas

My appointment expires:
May 18, 1998

JUDITH E. ADAMS
My Appt. Exp. 5/18/98

RTC KC POA FM.1
KCO BLANKET (8/13/92)

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State of Kansas)
) SS
Johnson County)

I, the undersigned Register of Deeds of Johnson County, Kansas, do hereby certify that the within and foregoing is a true, complete and correct copy as recorded in Volume 4385 at Page 261 total number of pages 3 as the same remains of record in this office Witness my hand and official seal this 4 day of August, A.D. 19 94

Stacy L Green, Deputy
Register of Deeds

REGISTER OF DEEDS