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LISA SMITH RECORDER

Madison County, Iowa

INDX

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CHEK

Document drafted by and
RECORDING REQUESTED BY:
Ocwen Loan Servicing, LLC
3451 Hammond Avenue
Attn: Record Services
Waterloo, IA 50702

2833

SPACE ABOVE THIS LINE FOR RECORDER'S USE

LIMITED POWER OF ATTORNEY

The trusts identified on the attached Schedule A (the "Trusts"), by and through U.S. Bank National Association, a national banking association organized and existing under the laws of the United States and having an office at 60 Livingston Avenue, EP-MN-WS3D, St. Paul, MN 55107, not in its individual capacity but solely as Trustee ("Trustee"), hereby constitutes and appoints Ocwen Loan Servicing, LLC, ("Servicer"), and in its name, aforesaid Attorney-in-Fact, by and through any officer appointed by the Board of Directors of Servicer, to execute and acknowledge in writing or by facsimile stamp all documents customarily and reasonably necessary and appropriate for the tasks described in the items (1) through (10) below; provided however, that the documents described below may only be executed and delivered by such Attorneys-In-Fact if such documents are required or permitted under the terms of the related servicing agreements and no power is granted hereunder to take any action that would be adverse to the interests of U.S. Bank National Association. This Limited Power of Attorney is being issued in connection with Servicer's responsibilities to service certain mortgage loans (the "Loans") held by the Trustee. These Loans are secured by collateral comprised of Mortgages, Deeds of Trust, Deeds to Secure Debt and other forms of Security instruments (collectively the "Security Instruments") encumbering any and all real and personal property delineated therein (the "Property") and the Notes secured thereby. Please refer to Schedule A attached hereto.

- 1. Demand, sue for, recover, collect and receive each and every sum of money, debt, account and interest (which now is, or hereafter shall become due and payable) belonging to or claimed by the Trustee, and to use or take any lawful means for recovery by legal process or otherwise, including but not limited to the substitution of trustee serving under a Deed of Trust, the preparation and issuance of statements of breach, notices of default, and/or notices of sale, accepting deeds in lieu of foreclosure, evicting (to the extent allowed by federal, state or local laws) foreclosing on the properties under the Security Instruments by judicial or non-judicial foreclosure, actions for temporary restraining orders, injunctions, appointments of receiver, suits for waste, fraud and any and all other tort, contractual or verifications in support thereof, as may be necessary or advisable in any bankruptcy action, state or federal suit or any other action.

2. Execute and/or file such documents and take such other action as is proper and necessary to defend the Trustee in litigation and to resolve any litigation where the Servicer has an obligation to defend the Trustee, including but not limited to dismissal, termination, cancellation, rescission and settlement.
3. Transact business of any kind regarding the Loans, as the Trustee's act and deed, to contract for, purchase, receive and take possession and evidence of title in and to the Property and/or to secure payment of a promissory note or performance of any obligation or agreement relating thereto.
4. Execute, complete, indorse or file bonds, notes, mortgages, deeds of trust and other contracts, agreements and instruments regarding the Borrowers and/or the Property, including but not limited to the execution of estoppel certificates, financing statements, continuation statements, releases, satisfactions, assignments, loan modification agreements, payment plans, waivers, consents, amendments, forbearance agreements, loan assumption agreements, subordination agreements, property adjustment agreements, management agreements, listing agreements, purchase and sale agreements and other instruments pertaining to mortgages or deeds of trust, and execution of deeds and associated instruments, if any, conveying the Property, in the interest of the Trustee.
5. Endorse on behalf of the undersigned all checks, drafts and/or other negotiable instruments made payable to the undersigned.
6. Execute any document or perform any act in connection with the administration of any PMI policy or LPMI policy, hazard or other insurance claim relative to the Loans or related Property.
7. Execute any document or perform any act described in items (3), (4), and (5) in connection with the termination of any Trust as necessary to transfer ownership of the affected Loans to the entity (or its designee or assignee) possessing the right to obtain ownership of the Loans.
8. Subordinate the lien of a mortgage, deed of trust, or deed to secure debt (i) for the purpose of refinancing Loans, where applicable, or (ii) to an easement in favor of a public utility company or a government agency or unit with powers of eminent domain, including but not limited to the execution of partial satisfactions and releases and partial reconveyances reasonably required for such purpose, and the execution or requests to the trustees to accomplish the same.
9. Convey the Property to the mortgage insurer, or close the title to the Property to be acquired as real estate owned, or convey title to real estate owned property ("REO Property").
10. Execute and deliver the following documentation with respect to the sale of REO Property acquired through a foreclosure or deed-in-lieu of foreclosure, including, without limitation: listing agreements; purchase and sale agreements; grant / limited or special warranty / quit claim deeds or any other deed, but not general warranty deeds, causing the transfer of title of the property to a party contracted to purchase same; escrow instructions; and any and all documents necessary to effect the transfer of REO Property.


Servicer hereby agrees to indemnify and hold the Trustee, and its directors, officers, employees and agents harmless from and against any and all liabilities, obligations, losses, damages, penalties, actions, judgments, suits, costs, expenses or disbursements of any kind or nature whatsoever incurred by reason or result of the exercise by the Servicer of the powers specifically granted to it under the related servicing agreements. The foregoing indemnity shall survive the termination of this Limited Power of Attorney and the related servicing agreements or the earlier resignation or removal of the Trustee under the related servicing agreements listed on Schedule A, attached.

Witness my hand and seal this 17th day of May, 2013.


NO CORPORATE SEAL

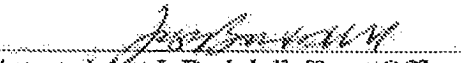
On Behalf of the Trusts, by
U.S. Bank National Association, as Trustee


Witness: Karen E. Warren

By: 
Judith M. Zuzek, Vice President


Witness: Matt Hamilton

By: 
Jason M. Ross, Vice President


Attest: Jesse J. Barkdull, Trust Officer

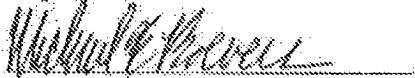
CORPORATE ACKNOWLEDGMENT

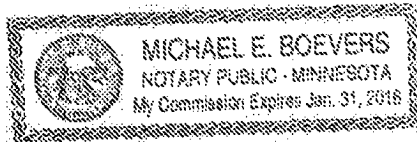
State of Minnesota

County of Ramsey

On this 17th day of May, 2013, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Judith M. Zuzek, Jason M. Ross and Jesse J. Barkdull, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons who executed the within instrument as Vice President, Vice President and Trust Officer, respectively of U.S. Bank National Association, as Trustee, a national banking association, and acknowledged to me that such national banking association executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

Signature: 
Michael E. Boevers
My commission expires: 01/31/2016



U.S. Bank National Association, as Trustee, for	
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2004-KS12	2004-KS12
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2004-PS1	2004-PS1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2004-S7	2004-S7
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2004-S8	2004-S8
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2004-S9	2004-S9
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-AHL1	2005-AHL1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-AHL2	2005-AHL2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-AHL3	2005-AHL3
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC1	2005-EFC1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC2	2005-EFC2
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC3	2005-EFC3
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC4	2005-EFC4
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC5	2005-EFC5
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EFC8	2005-EFC6
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EMX1	2005-EMX1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EMX2	2005-EMX2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EMX3	2005-EMX3
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-EMX4	2005-EMX4
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS1	2005-KS1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS10	2005-KS10
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS11	2005-KS11
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS12	2005-KS12
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS2	2005-KS2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS3	2005-KS3

Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS4	2005-KS4
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS5	2005-KS5
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS6	2005-KS6
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS7	2005-KS7
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS8	2005-KS8
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2005-KS9	2005-KS9
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S1	2005-S1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S3	2005-S3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S4	2005-S4
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S5	2005-S5
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S6	2005-S6
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S8	2005-S8
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-S9	2005-S9
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-SA1	2005-SA1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-SA2	2005-SA2
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-SA3	2005-SA3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-SA4	2005-SA4
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2005-SA5	2005-SA5
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EFC1	2006-EFC1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EFC2	2006-EFC2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX1	2006-EMX1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX2	2006-EMX2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX3	2006-EMX3
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX4	2006-EMX4
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX5	2006-EMX5

Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX6	2006-EMX6
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX7	2006-EMX7
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX8	2006-EMX8
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-EMX9	2006-EMX9
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS1	2006-KS1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS2	2006-KS2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS3	2006-KS3
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS4	2006-KS4
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS5	2006-KS5
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS6	2006-KS6
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS7	2006-KS7
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS8	2006-KS8
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2006-KS9	2006-KS9
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-NC1	2006-NC1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-NC2	2006-NC2
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-NC3	2006-NC3
Residential Accredited Loans, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-QA2	2006-QA2
Residential Accredited Loans, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-QS2	2006-QS2
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-RS6	2006-RS6
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-RZ5	2006-RZ5
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S1	2006-S1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S10	2006-S10
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S11	2006-S11
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S12	2006-S12
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S2	2006-S2

Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S3	2006-S3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S4	2006-S4
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S5	2006-S5
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S6	2006-S6
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S7	2006-S7
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S8	2006-S8
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-S9	2006-S9
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-SA1	2006-SA1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-SA2	2006-SA2
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-SA3	2006-SA3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2006-SA4	2006-SA4
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2006-SP4	2006-SP4
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2007-KS1	2007-KS1
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2007-KS2	2007-KS2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2007-KS3	2007-KS3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S1	2007-S1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S2	2007-S2
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S3	2007-S3
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S6	2007-S6
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S7	2007-S7
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S8	2007-S8
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-S9	2007-S9
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-SA1	2007-SA1
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-SA2	2007-SA2
Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-SA3	2007-SA3

Residential Funding Mortgage Securities I, Inc., Mortgage Pass-Through Certificates, Series 2007-SA4	2007-SA4
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2006-1	BAFC 2006-1
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2006-5	BAFC 2006-5
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2007-4	BAFC 2007-4
U.S. Bank National Association, as Trustee for GSR Mortgage Loan Trust 2005-AR7, Mortgage Pass-Through Certificates, Series 2005-AR7	2005-GSR-AR7
U.S. Bank National Association, as Trustee for MASTR ADJUSTABLE RATE MORTGAGES TRUST 2007-1 MORTGAGE PASS-THROUGH CERTIFICATES, Series 2007-1	2007-MARM-1
Bayview Financial Mortgage Pass-Through Certificates, Series 2006-D	2006-D
Bayview Financial Mortgage Pass-Through Certificates, Series 2006-A	2006-A
Bayview Financial Mortgage Pass-Through Certificates, Series 2006-D	2006-D
Bayview Financial Mortgage Pass-Through Certificates, Series 2007-A	2007-A
US Bank National Association, as Trustee, successor in interest to Bank of America, National Association, as Trustee, successor by merger to LaSalle Bank National Association, as Trustee, for	
Residential Funding Mortgage Securities II, Inc., Home Equity Loan Pass-Through Certificates, Series 2007-HSA1	2007-HSA1
Residential Funding Mortgage Securities II, Inc., Home Equity Loan Pass-Through Certificates, Series 2007-HSA2	2007-HSA2
Residential Asset Securities Corporation, Home Equity Mortgage Asset-Backed Pass-Through Certificates, Series 2007-KS4	2007-KS4
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RP1	2007-RP1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RP2	2007-RP2
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RP3	2007-RP3
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RP4	2007-RP4
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RS1	2007-RS1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RS2	2007-RS2

Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-RZ1	2007-RZ1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-SP1	2007-SP1
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-SP2	2007-SP2
Residential Asset Mortgage Products, Inc., Mortgage Asset-Backed Pass-Through Certificates, Series 2007-SP3	2007-SP3
U.S. Bank National Association, as Trustee, successor in interest to Wachovia Bank, N.A., as Trustee, for	
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-3	BAFC 2005-3
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-4	BAFC 2005-4
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-5	BAFC 2005-5
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-6	BAFC 2005-6
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-7	BAFC 2005-7
Banc of America Funding Corporation Mortgage Pass-Through Certificates, Series 2005-8	BAFC 2005-8
Bayview Financial Mortgage Pass-Through Certificates, Series 2005-B	2005-B
Bayview Financial Mortgage Pass-Through Certificates, Series 2004-C	2004-C
Bayview Financial Mortgage Pass-Through Certificates, Series 2004-D	2004-D
Bayview Financial Mortgage Pass-Through Certificates, Series 2005-E	2005-E
Bayview Financial Mortgage Pass-Through Certificates, Series 2005-D	2005-D
Bayview Financial Mortgage Pass-Through Certificates, Series 2005-C	2005-C
U.S. Bank National Association, as Indenture Trustee for	
Bayview Financial Mortgage Pass-Through Certificates, Series 2008-A	2008-A