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LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS that the undersigned, City Holdings Reinsurance Life Company ("City"), 234 North Central Avenue, Suite 646, Phoenix, Arizona 85004, does hereby make, constitute and appoint Zeddie Andrews, Vice-President or any Vice-President of City Finance Company of Alabama, Inc.

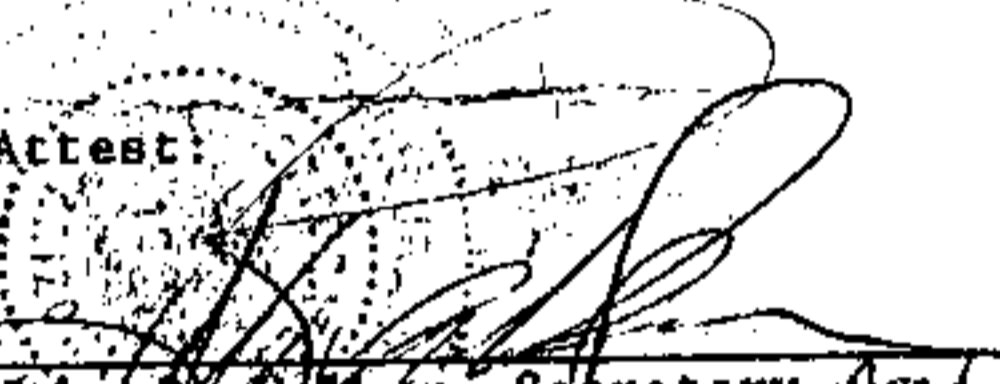
to act singly or jointly as its true and lawful attorneys-in-fact for it and in its name, place and stead on its behalf and for its use and benefit, authorize them:

1. To direct the recordation of assignments of deeds of trust that have been conveyed by City Finance Company of Alabama, Inc. to City pursuant to a Second Mortgage and Deed of Trust Assignment and Servicing Agreement by and between the parties, dated September 2, 1986.
2. To demand, collect and receive all debts secured by said deeds of trust ("such debts") to settle and compromise any such debts that may be due City and to endorse in City's name any checks or notes payable given in payment of any such debts; and
3. To take such other actions in connection with any such debts that they may deem necessary and proper and in City's name make and deliver all necessary receipts, releases, and discharges of any such debts under the attendant deeds of trust with the same effect as if such receipts, releases, or discharges were executed by City.


1987 MAR - 6 AM 11:00
 GEORGE ALLEN DESMOND
 JUDGE
 FILED
 IN PROBATE OFFICE
 BIBB COUNTY, AL
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 Page 943

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IN TESTIMONY WHEREOF, I have hereunto set my hand this 29th day of December, 1986.

Attest:

 John B. Walker, Secretary ASST.

CITY HOLDINGS REINSURANCE LIFE COMPANY

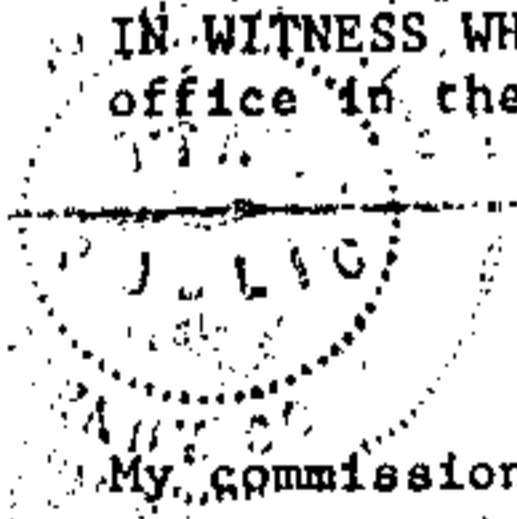
By: 
 C. W. Rutledge
 Title: Senior Vice President and General Counsel

STATE OF TENNESSEE }
COUNTY OF SHELBY } SS

On this 29th day of December, 1986, before me appeared C. W. Rutledge, to me personally known and by me duly sworn, who did say that he is the Senior Vice President and General Counsel of City Holdings Reinsurance Life Company, a corporation of the State of Arizona, and that the above instrument was signed in behalf of said corporation by authority of its Board of Directors, and acknowledged that said instrument was the free act and deed of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at my office in the County of Shelby the day and year first above written.


 Notary Public



My commission expires: October 31, 1989

ALABAMA, CHILTON CO. I CERTIFY THIS INSTRUMENT WAS FILED

1987 FEB 20 AM 3:18

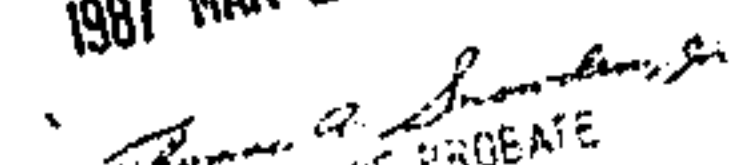
REC. BK. & PAGE AS SHOWN ABOVE



STATE OF ALA. SHELBY CO.
 I CERTIFY THIS INSTRUMENT WAS FILED
 1987 MAR 26 PM 12:49

Rec'd 2.50
 Jud 1.00
 3.50

1608 Seventh St. No. 160
 Clanton, AL 35045 Rec 2.50


 JUDGE OF PROBATE

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