

2480379✓

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 Floyd L. Roy, 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 judgments, 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;
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;

STATE OF KANSAS }
COUNTY OF JOHNSON } ss
FILED FOR RECORD

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SARA F. ULLMANN
REGISTER OF DEEDS

RTC KU POA FMI
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SHELBY COUNTY JUDGE OF PROBATE
004 MCD 16.00

12. Sign, seal, acknowledge and deliver any and all documents as may be necessary to settle any on(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 April 1, 1995, and shall remain in full force and effect thereafter until December 31, 1995, 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 28th day of MARCH, 1995.

SEAL NO.
KC-2004

RESOLUTION TRUST CORPORATION

BY: Dennis M. Cavinaw
Dennis M. Cavinaw, Vice President
Kansas City Office

WITNESSES:

Phyllis E. Stutzman
Phyllis E. Stutzman
Susan E. Edwards
Susan E. Edwards

ATTEST:

David M. Swiss
David M. Swiss, Assistant General Counsel
Kansas City Office

WITNESSES:

Angela P. Leverette
Angela P. Leverette
Mary P. Koch
Mary P. Koch

State of Missouri)

) ss:

County of Jackson)

On this 28 day of March, 1995, before me, the undersigned, a Notary Public in and for the said state, personally appeared Dennis M. Cavinaw, 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.

Michaila B. Prelogar
Notary Public
State of Missouri

My Commission expires:

1-17-98

MICHAILA B. PRELOGAR
Notary Public - Notary Seal
State of Missouri
Commissioned in Jackson County
My Commission Expires Jan. 17, 1998

RTC KC PDA FM-1
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State of Kansas)
) ss:
County of Johnson)

This instrument was acknowledged before me on March 30, 1995, by David M. Swiss, Assistant General Counsel of the Kansas City Office of the Resolution Trust Corporation.

Judith E. Adams
Notary Public
State of Kansas

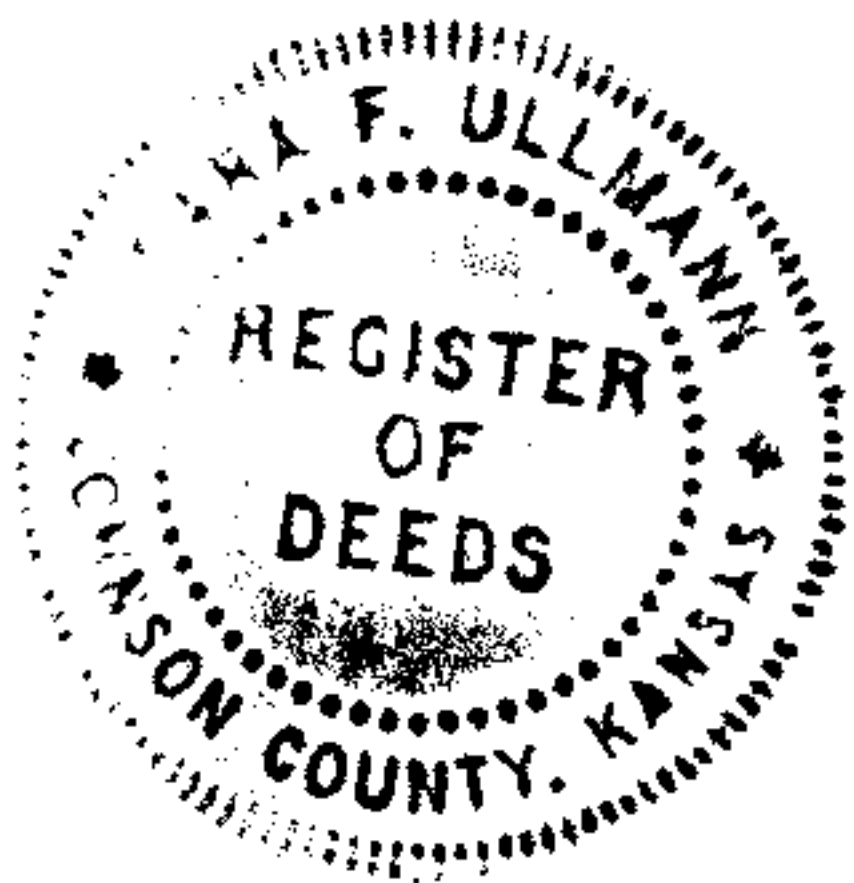
My appointment expires:

May 18, 1998



Inst # 1995-23608

08/28/1995-23608
09:18 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 16.00



RETURN TO: Susan M. Tarpley
ASU - 27th Floor
FDIC
500 W. Monroe St.
Chicago, IL 60661

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 4558 at Page 956; total number of pages 3 as the same remains of record in this office.

Witness my hand and official seal this 13th day of April, A.D., 1995.

Stacy L. Green, Deputy
Register of Deeds