

Shelby AL

STATE OF NEW YORK )  
 ) SS:  
 COUNTY OF NEW YORK )

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KNOW ALL MEN BY THESE PRESENTS: That

METROPOLITAN LIFE INSURANCE COMPANY ("Grantor"), a corporation duly organized and existing under the laws of the State of New York and having its principal place of business at One Madison Avenue, New York, New York 10010, does hereby appoint METMOR FINANCIAL, INC. ("Grantee"), a corporation organized and existing under the laws of the State of California and having its principal place of business at 9225 Indian Creek Parkway, Suite 300, Overland Park, Kansas 66210, acting by any two Officers jointly, one of which must be President, Executive Vice-President, Senior Vice-President or Vice-President, as its true and lawful Attorney-in-Fact for it and in its name, place and stead and for its use and benefit with respect to Mortgages, Deeds of Trust or Deeds to Secure Debt with original principal balances of not more than \$500,000.00:

A. To prepare, execute and deliver to individual mortgagors, trustors or other borrowers obligated to Grantor, whatever documents are required to satisfy of record, under any applicable laws or regulations, any Mortgage, Deed of Trust or Deed to Secure Debt given to secure indebtedness;

B. To prepare, execute and file or record renewals and satisfactions of Chattel Mortgages and Continuation and Termination Statements under the Uniform Commercial Code;

C. To prepare, execute and file or record (i) Partial Releases of Mortgages, Deeds of Trust or Deeds to Secure Debt and (ii) Substitutions of Trustees (wherein a successor Trustee is appointed for any Trustee under a Deed of Trust);

D. To prepare, execute and deliver, as the result of foreclosure or deed in lieu thereof, Special Warranty Deeds (or such other deeds which have no covenants or warranties or which specifically limit the warranty to the actions of Grantor) conveying property to either the Secretary of Housing and Urban Development, of Washington, D. C., his successors and assigns, or the Secretary of Veterans Affairs, his successors and assigns, and GRANTEE SHALL HAVE NO POWER TO EXECUTE ANY DEEDS EXCEPT THOSE NAMED IN THIS POWER OF ATTORNEY; and

GIVING AND GRANTING unto said Attorney full authority and power to do and perform any and all other acts necessary or incident to the performance and execution of the powers herein expressly granted as the Grantor might or could do if personally present, hereby ratifying all that the Grantor's Attorney shall lawfully do or cause to be done by virtue of the powers expressly granted herein.

IN WITNESS WHEREOF, the Grantor has caused these presents to be executed by its proper officer duly authorized to do so, and has caused its seal to be affixed hereto this 29th day of November, 1989.

In the Presence of:

John J. Kane  
 Joseph Matassa

STATE OF ALA. SHELBY CO.  
 I CERTIFY THIS  
 INSTRUMENT WAS FILED

89 DEC 15 AM 9:53

METROPOLITAN LIFE INSURANCE COMPANY

By: T. Bates Westerberg  
 Its: Vice President

Attest: [Signature]  
 Its: Assistant Secretary

JUDGE OF PROBATE

STATE OF NEW YORK )  
 ) SS:  
 COUNTY OF NEW YORK )

I, Daniel N. Wilson, a Notary Public, do hereby certify that T. Bates Westerberg and E. V. Maguire personally known to be the same persons whose names are, respectively as Vice President and Assistant Secretary of Metropolitan Life Insurance Company, a corporation of the State of New York, subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that they, being thereunto duly authorized, signed, sealed with the corporate seal, and delivered the said instrument as the free and voluntary act of said Corporation and as their own free and voluntary act, for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of November, 1989.

Daniel N. Wilson  
 Notary Public

This instrument was prepared by D. L. Yurich, Metropolitan Life Insurance Company, 500 Park Boulevard, Suite 545, Itasca, Illinois 60143.

DANIEL N. WILSON  
 Notary Public, State of New York  
 No. [ ]  
 Qualified in Kings Co. [ ]

Rec'd 9.50  
 Sup 3.00  
 Cert 1.00  
 6.50