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POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

That 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 to preserve, maintain or liquidate assets of certain insured savings associations.

Therefore, for the purpose of preserving, maintaining or liquidating assets, the RTC does hereby authorize and empower Earl L. Hall, Managing Agent for RTC as Conservator for Southern Federal Savings Bank, Gulfport, Mississippi, to:

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 in the name and on behalf of the RTC;
2. Release, discharge or assign any and all judgments, deeds of trust or mortgages on real estate or security interests in personal property (including the release and discharge of the same of record in the office of any Chancery Clerk or any other Clerk of Court 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 Managing Agent 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. Execute, acknowledge and deliver deeds of real property in the name of the RTC;

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*inspired by
Wolfe - 590046
- Al. 35209*

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

10. Execute, acknowledge and deliver in the name of the RTC a power of attorney wherever necessary or required by law to any attorney employed by the RTC;

11. Foreclose under any mortgage, deed of trust, security agreement or other lien on either real or personal property, wherever located;

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

13. 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 either as Receiver or in its Corporate capacity; and

14. 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 17, 1990, and shall continue until such time as this Power of Attorney has been terminated by the Board of Directors of the RTC or by any officer of the RTC authorized to do so by the Board of Directors of the RTC.

IN WITNESS WHEREOF, the RTC by its duly authorized officers empowered in that behalf by appropriate Resolution of its Board of Directors has caused these presents to be executed and subscribed in its name and its corporate seal affixed this 12th day of July, 1990.

RESOLUTION TRUST CORPORATION
CONSERVATOR OF:

Southern Federal Savings Bank
Gulfport, Mississippi

BY: Arthur G. Stow
Arthur G. Stow
Deputy Director, Operations
Resolutions and Operations Division

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

William J. Tricarico
Assistant Executive Secretary

ATTEST: William J. Tricarico
William J. Tricarico
Assistant Executive Secretary

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UNITED STATES OF AMERICA)
DISTRICT OF COLUMBIA) ss)

On this 11th day of July, 1990, before me, a Notary Public in and for the District of Columbia, personally appeared Arthur G. Stow and William J. Tricarico, to me known personally, who being by me first duly sworn did each depose that they are respectively Deputy Director, Operations, Resolutions and Operations Division and Assistant Executive Secretary of the Resolution Trust Corporation ("Corporation") in whose name the foregoing Power of Attorney has been executed and subscribed, who further said that the seal affixed to the said Power of Attorney is the corporate seal of the said Corporation and that the said Power of Attorney was executed and subscribed on behalf of the said Corporation and its seal thereto affixed by due authority of the Corporation's Board of Directors and the said Arthur G. Stow and William J. Tricarico acknowledged the said Power of Attorney to be the free act and deed of the said Corporation.

Phyllis Pratt
Notary Public, District of Columbia
United States of America

My commission expires:

07/26/91

Walk thru
4186 STATEMENT OF FEES

First Page \$2.00
Add. Page at \$1.00 2.00
Abstracting/Section
at \$1.00 1.00
Mineral Tax _____
Other _____
Total Fees 5.00

STATE OF MISSISSIPPI, COUNTY OF HARRISON, FIRST JUDICIAL DISTRICT:

I hereby certify that this instrument was received and filed for record at 3 o'clock
and 27 minutes P.M. on 19th day of July, A.D. 19 90
and recorded July 19, 1990 in Records of Deeds _____
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G.N. CREEL, Chancery Clerk

By Linda D. Rose D.C.

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

90 NOV -8 PM 3:05

JUDGE OF PROBATE

1. Deed Tax	-----	\$	-----
2. Mtg. Tax	-----	\$	-----
3. Recording Fee	-----	\$	10.00
4. Indexing Fee	-----	\$	3.50
5. No Tax Fee	-----	\$	-----
6. Certified Fee	-----	\$	1.00
Total	-----	\$	14.50

STATE OF MISSISSIPPI
COUNTY OF HARRISON
FIRST JUDICIAL DISTRICT

I, G. N. Creel, Clerk of the Chancery Court in and for said county and state, do hereby certify that the attached and foregoing is a full, true, correct and complete copy recorded in Deed Book No. 1164 at Pages 198-199 of the records of said county and state, which records are in my official custody.

Given under my hand and seal of office in the City of Gulfport, Harrison County, Mississippi, this 31st day of Oct. 1990.

H. N. Creel
Clerk of the Chancery Court
Harrison County, Mississippi
By Lucas H. H. H. H. D.O.