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LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

That the Resolution Trust Corporation (the "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 representatives to act on its behalf to preserve, maintain or liquidate assets of insured savings associations located in any of the following states or districts: Georgia, South Carolina, North Carolina, Virginia, Maryland, Tennessee, Alabama, Kentucky, West Virginia and Washington, D.C. (together, the "MACO States"), and to preserve, maintain or liquidate assets of all savings associations located in other states where the assets to be maintained or liquidated are located in any of the MACO States.

Therefore, for the purpose of preserving, maintaining or liquidating assets, the RTC, does hereby authorize and empower Robert Hyla, Julian E. Howell, III, L. LeRoy Hill and David W. Green, or any of them acting alone, as Attorneys-in-Fact to act for the RTC in its capacities as corporation, conservator, or receiver to do any and all of the following acts for any and all said properties owned by insured savings associations located within any of the above-mentioned states:

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, mortgages or deeds to secure debt 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 any of said properties are located or 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. Receive, 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;

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6. Sign receipts for the payment of all rents and profits due or to become due on any assets; and

7. Sell, convey and transfer any and all of said real and personal property located within any of the above mentioned states, and to execute, acknowledge and deliver any deeds for real property or bills of sale for personal property and any other related documents to assist in completion of any such sale, conveyance or transfer in the name of the RTC.

This Limited Power of Attorney shall be effective immediately and shall continue until December 31, 1991, unless sooner 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, and that termination has been duly recorded in the recorder's office in any county where this Power of Attorney was recorded.

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 20th day of July, 1991.

RESOLUTION TRUST CORPORATION

E- 821

BY: [Signature]

Alvin J. Felton
Deputy Regional Director
Asset and Real Estate Management

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

[Signature]
Phyllis (Patterson)

ATTEST: Neil B. Van Winkle

Neil B. Van Winkle
Regional Counsel

STATE OF GEORGIA

COUNTY OF FULTON

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) ss
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On this 20th day of July, 1991, before me, a Notary Public in and for the State of Georgia, personally appeared Alvin J. Felton and Neil B. Van Winkle to me known personally, who being by me first duly sworn did each depose that they are respectively Deputy Regional Director, Asset and Real Estate Management and Regional Counsel of the Eastern Regional Office of the Resolution Trust Corporation ("Corporation") in whose name the foregoing Limited 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 Limited 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 Alvin J. Felton and Neil B. Van Winkle acknowledged the said Limited Power of Attorney to be the free act and deed of the said Corporation.

Laurie J. Alexander
Notary Public

My commission expires:

Notary Public, Henry County, Georgia
My Commission Expires July 31, 1994

I CERTIFY THIS
INSTRUMENT WAS FILED

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JUDGE OF PROBATE

1. Deed Tax	\$	
2. Mtg. Tax	\$	
3. Recording Fee	\$	7.50
4. Indexing Fee	\$	3.00
5. No Tax Fee	\$	
6. Certified Fee	\$	1.00
Total	\$	11.50