

POWER OF ATTORNEY

Know all men by these presents, that we the undersigned, do make, constitute and appoint, irrevocably, Norwest Financial Alabama, Inc. an Alabama corporation (and all of its subsidiaries and affiliates), and its officers and employees, our true and lawful attorneys for us and in our names, place and stead, and for our use and benefit, to ask, demand, sue for, recover, collect and receive all sums of money, debts, due accounts, interest and demands whatsoever as are now or shall hereafter become due, owing, payable or belonging to the undersigned, and do authorize the above-named attorneys, or either of them, to have, use and take all lawful ways and means in our names or otherwise for the recovery thereof, by attachment, distress or otherwise, and to compromise and agree for the same, and in our names to make, seal and deliver all instruments necessary for said premises; to bargain, contract for, agree, receive and take possession of all deeds and other assurances, and also to bargain and agree for, buy, sell, mortgage, hypothecate and in any and every way and manner deal in and with choses in action and other property in possession or in action. We further constitute and appoint the above-named attorneys, or either of them, to execute, sign, deliver and acknowledge such bills, bonds, notes, receipts, evidences of debts, releases and satisfactions of mortgage, judgments and other debts, and such other instruments in writing of whatever kinds and nature as may be necessary or proper for said premises. We further constitute and appoint the above-named attorneys or either of them, to prepare, execute and record assignments of mortgages, deeds of trust, and other security instruments on behalf of the undersigned to Norwest in order to transfer record ownership of the same to Norwest.

We further grant our said attorneys, or either of them, the right to endorse our names on any check, note, draft or bill of exchange representing any payment upon any Receivables giving and granting unto our said attorneys full power and authority to do and perform all and every act and thing whatsoever requisite and necessary to be done for said premises, as fully to all intents and purposes as we might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that our said attorneys, or their substitute or substitutes, shall lawfully do or cause to be done by virtue of these presents. This is a power coupled with an interest and applies only to debts, accounts and other obligations (and the security instruments executed in connection herewith) purchased by Norwest Financial Alabama, Inc. from the undersigned on this date, pursuant to Agreement for Purchase of Assets dated April 23, 1992 which is incorporated herein by reference.

WITNESS our hand this 14 day of July, 1992.

AIC FINANCIAL SERVICES, INC., a _____ corporation
Seller

By R. W. Smith
Title President

American Investment Bank, N.A. a National
Banking Association

By R. W. Smith
ITS: Attorney in Fact

American Investment Financial, a Utah
Industrial Loan Corporation

By R. W. Smith
ITS: Attorney in Fact

Inst # 1993-01639
01/19/1993-01639
11:06 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NCD 9.00

ACKNOWLEDGMENTS

State of Tennessee)
County of Shelby) ss:

On July 14, 1992, before me, the undersigned, a notary public in and for said county, personally appeared R. W. Smith to me personally known, who, being by me duly sworn, did say and prove that he is the Attorney in Fact of American Investment Bank, N.A. and American Investment Financial, and that said instrument was signed on behalf of said corporations, and that he acknowledges the execution of said instrument to be the voluntary act and deed of said corporations, by such duly authorized Attorney in Fact.

My Commission Expires: 3/2/93

Dennis L. Gault
Notary Public

State of Tennessee)
County of Shelby } ss:

On July 14, 1992, before me, the undersigned, a notary public in and for said county, personally appeared R. W. Smith to me personally known, who, being by me duly sworn, did say that he is the President of _____, a _____ corporation, and that said instrument was signed on behalf of said corporation, and that he acknowledges the execution of said instrument to be the voluntary act and deed of said corporation, by it voluntarily executed.

My Commission Expires: 3/2/93 Debra A. Garrett
Notary Public

P/L/HNS
AIB.2/3

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