

Shelby, AL

When recorded mail to:
Standard Federal Savings Association
660 Research Drive
Frederick, Maryland 21701
Attn: Document Preparation # 3005

Inst # 1994-34413

11/18/1994-34413
10:58 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NCB 11.00

LIMITED POWER OF ATTORNEY

Ellington, CT

BANKERS TRUST COMPANY OF CALIFORNIA, N.A., as Trustee ("Bankers"), hereby constitutes and appoints (A) Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, (B) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, (C) Resolution Trust Corporation, as Conservator for Standard Federal Savings Association, Transferee of Resolution Trust Corporation, as Receiver for Standard Federal Savings Bank, and (D) Standard Federal Savings Association by and through their respective officers, designees, and attorneys-in-fact, each with power of substitution, as its true and lawful attorneys-in-fact, (each attorney-in-fact shall hereinafter be referred to individually as "Servicer"), in its name, place and stead and for its benefit, each empowered to act either jointly or severally, in connection with residential mortgage loans serviced by Servicer on behalf of Bankers for the purposes of performing all acts and executing all documents in the name of Bankers necessary and incidental to servicing the said loans, including but not limited to:

(1) Acceptance of money due or to become due from borrowers and collection of past due amounts; foreclosing delinquent loans; accepting deeds in lieu of foreclosure or otherwise acquiring title to mortgaged properties;

(2) Filing, processing claims, and accepting claim proceeds from mortgage insurance or loan guarantee claims paid under the National Housing Act of 1949 or Chapter 37 of Title 38 of the United States Code, and otherwise complying with all federal or state laws and regulations, and endorsing to the order of Servicer any checks that are made payable to the order of Bankers;

(3) Appearing, litigating, and compromising any matter in any court, including but not limited to U.S. Bankruptcy Courts, and executing and filing all papers in connection therewith, provided however, Servicer shall not be authorized to commence any proceedings other than foreclosure, bankruptcy and eviction without written consent of Bankers;

(4) Selling, transferring, or disposing of real property acquired through foreclosure or otherwise, and executing all contracts, agreements, deeds, assignments and other instruments necessary to effect such sale, transfer, or disposition, and to receive proceeds checks made payable to the order of Bankers; assigning the right to any deficiency judgment and/or any deficiency claim, or sale bid incidental to a foreclosure or defaulted loan;

(5) Preparing, executing and delivering satisfactions, cancellations, discharges, lost note affidavits and indemnification agreements in connection therewith, full or partial releases of lien, and UCC continuation financing statements; entering into and executing assumption agreements; appointing substitute trustees;

(6) Preparing, executing and delivering deeds to vest title to properties in the Secretary of Housing and Urban Development of Washington, D.C., or the Secretary of Veterans' Affairs;

(7) Endorsing promissory notes from Bankers to Servicer, and executing assignments from Bankers to Servicer of mortgages, deeds of trust, deeds to secure debt, and other security instruments securing said promissory notes;

(8) Any and all such other acts of any kind and nature whatsoever Servicer may find necessary to service said loans.

The undersigned gives said attorneys-in-fact full power and authority to execute such instruments and to do and perform all and every act and thing necessary and proper to carry into effect the power or powers

granted by or under this Limited Power of Attorney as fully as the undersigned might or could do, and hereby does ratify and confirm to all that said attorneys-in-fact shall lawfully do or cause to be done by authority hereof.

Third parties without actual notice may rely upon the exercise of the power granted under this Limited Power of Attorney; and may be satisfied that this Limited Power of Attorney shall continue in full force and effect and has not been revoked unless an instrument of revocation has been made in writing by the undersigned. This Limited Power of Attorney shall be effective as of December 10, 1993.

ATTEST: John Hankins
John Hankins, Asst. Secretary

Bankers Trust Company of California, N.A.,
as Trustee

(Corporate Seal)

By: Kathleen Barry
Name: Kathleen Barry
Title: Vice President

STATE OF CALIFORNIA)
) ss.:
COUNTY OF ORANGE)

On this 21 day of December, 1993, before me, the undersigned, a notary public in and for the aforesaid County personally appeared Kathleen Barry and John Hankins personally known to me to be the persons who executed the within instrument as Vice President and Assistant Secretary, respectively, on behalf of the corporation therein named, and they duly severally acknowledged that said instrument is the act and deed of said corporation, and that they executed and delivered said instrument and affixed the corporate seal for the purposes therein contained.

Witness my hand and seal.

Lynda S. Silvey
Notary Public

(Notary Seal)

When recorded mail to:
Standard Federal Savings Association
P.O. Box 9481
Gaithersburg, Maryland 20898-9481
Attn: Document Preparation #3005



My Commission expires: 9-19-97

Prepared by: Ira J. Ehrlich, Esquire, Standard Federal Savings Association, Department 0021
P.O. Box 9481, Gaithersburg, Maryland 20898-9481

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Received on June 30, 1994 at 1:35 PM

Attest: Nancy A. Lemek, Asst.

Town Clerk

11/18/1994-34413
10:58 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MD 11.00

State of Connecticut }
County of Tolland } ss. Office of the Town Clerk

I, Rosemary S. Malatesta, Assistant Town Clerk of the Town of Ellington, in the State of Connecticut, and keeper of the Records and Seal thereof, do hereby certify that the above and foregoing is a true copy of Record.

IN TESTIMONY WHEREOF, I have here-
unto set my hand and affixed the
seal of said Town of Ellington, this
20th day of October 1994.

Rosemary S. Malatesta
Assistant Town Clerk