

POWER OF ATTORNEY

GEORGIA, FULTON COUNTY
FILED AND RECORDED

NOV 21 PM 3 26

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.

JANITA HICKS
CLERK, SUPERIOR COURT

The RTC has established a consolidated field office in Atlanta, Georgia, in order to discharge its responsibilities arising from insured institutions located in the state(s) of Maryland, West Virginia, Virginia, Tennessee, North Carolina, South Carolina, Georgia, Alabama, District of Columbia, Florida and Kentucky.

Therefore, for the purpose of preserving, maintaining, or liquidating assets, the RTC does hereby authorize and empower James E. Beaver 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 any other Court or Register 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. Execute any and all transfers and assignments as may be necessary to assign any securities or other choses in action;
4. 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;
5. Execute, acknowledge and deliver deeds of real property in the name of the RTC;
6. Extend, postpone, release and satisfy or take such other action regarding any mortgage or deed of trust held in the name of the RTC;
7. Sign, seal, acknowledge and deliver in the name of RTC a substitution of Trustee under any deed of trust;

EE-BEAVEN.aos

August, 1994

NOV 18 9 40 AM '94

Inst # 1995-18486

07/13/1995-18486
12:04 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

13.50

-2-

This Power of Attorney shall be effective as of the date of execution and shall continue until such time as this Power of Attorney has been terminated by the Executive Committee of the RTC or by any authorized officer of the RTC.

IN WITNESS WHEREOF, the RTC by its duly authorized officers empowered in that behalf by appropriate Directive has caused these presents to be executed and subscribed in its name and its corporate seal affixed this 24th of August, 1994.

RESOLUTION TRUST CORPORATION

E-5928



By: [Signature]
Paul E. Kirkland
Deputy Vice President
Atlanta Office

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

[Signature]

[Signature]

ATTEST:

[Signature]
Judy C. Stewart
Senior Counsel
Corporate Affairs

18974K020

EE-DEALER.000

August, 1994

STATE OF GEORGIA)

COUNTY OF FULTON)

On this 22 day of August, 1994, before me, a Notary Public in and for the State of Georgia, personally appeared Paul E. Kirkland and Judy C. Stewart, to me known personally, who being by me first duly sworn did each depose that they are respectively Deputy Vice President, Atlanta Office and Senior Counsel, Corporate Affairs of the Atlanta Office 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 the authority of the Corporation's Executive Committee and the said Paul E. Kirkland and Judy C. Stewart acknowledged the said Power of Attorney to be the free act and deed of the said Corporation.



Edward J. McKey
Notary Public, County of Fulton
State of Georgia

My Commission expires:

Notary Public, Fulton County, Georgia
My Commission Expires December 6, 1998

This Power of Attorney was prepared by:

John D. Roberts
Attorney At Law
Resolution Trust Corporation
100 Colony Square, Suite 2200
Box 68
Atlanta, Georgia 30361

189740021

EE-SERVEN .ADD

August, 1994

RECEIVED
ATLANTA
JULY 27 1994

TRUCK RECORDS

TRUCK RECORDS
ATLANTA, GEORGIA

ST. JOE, INDIANA
JUL 13 1995
CLERK OF SUPERIOR COURT

Case # 1995-18486

07/13/1995-18486
12:04 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 13.50

I, DO CERTIFY THAT THE WITHIN AND FOREGOING IS A TRUE
AND CORRECT COPY OF THE DOCUMENT AS APPEARS BY
THE ORIGINAL ON FILE AND RECORD IN THE OFFICE OF
CLERK OF FULTON SUPERIOR COURT

BOOK 18974 PAGES 19-21
16 DAY OF June 1995
Juanita Hicks
DEPUTY CLERK, FULTON SUPERIOR COURT

JUANITA HICKS
CLERK OF THE SUPERIOR COURT
OF FULTON COUNTY, GEORGIA