

RECORDING REQUEST BY

WHEN RECORDED MAIL TO

NAME

MAILING
ADDRESS

CITY, STATE
ZIP CODE

RICHARDSON
CONSULTING GROUP, INC.
505 A SAN MARIN DR., SUITE 110
NOVATO, CA 94945
(415) 898-7200

Inst # 1996-26670

08/16/1996-26670
12:04 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE
16.00

SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE

TITLE(S)

LIMITED POWER OF ATTORNEY

MARIN COUNTY OFFICIAL RECORDS

PLEASE COMPLETE THIS INFORMATION

RECORDING REQUESTED BY:

AND WHEN RECORDED MAIL TO:

RICHARDSON
CONSULTING GROUP, INC.
505-A SAN MARIN DR. SUITE 110
NOVATO, CA 94945
(415) 898-7200

96-024702

Recorded
Official Records
County of
MARIN
JOAN C THAYER
Recorder
10:50am 10-May-96

Rec Fee .00
Total .00

XX 3

THIS SPACE FOR RECORDER'S USE ONLY

TITLE:

LIMITED POWER OF ATTORNEY

THIS PAGE ADDED TO PROVIDE ADEQUATE SPACE FOR RECORDING INFORMATION
(Additional recording fee applies)

11/92

THIS IS CERTIFIED TO BE A TRUE AND CORRECT COPY OF THE RECORDS
OF THE COUNTY OF MARIN

BY James Smith DEPUTY
DATE ISSUED 8/5/96

MASON STAFFORD
PREPARED BY: BERKELEY FEDERAL B&T
1685 PALM BEACH LAKES BLVD.
W. PALM BEACH, FL 33401

96-024702

LIMITED POWER OF ATTORNEY

**THE UNITED STATES DEPARTMENT OF HOUSING AND URBAN
DEVELOPMENT** (hereinafter called "HUD") hereby appoints:

David A. Holt	Donald St. John
William Berg	Arthur J. Castner
Scott Barnes	Brian Vanscoy
Brian Hochella	Melinda Jager
Donna Herche	Joseph Runk
Suzanne M. Rutkowski	S. Christopher Jones
Jan Carier	Michael Sorenson
Robert I. Kauffman	Wesley R. Edens
Randal A. Nardone	J. Robert Small
Jonathan Ashley	

severally, as its true and lawful attorneys-in-fact to act in the name, place and stead of HUD, for the purposes set forth below. This limited power of attorney is given pursuant to a certain Loan Sale Agreement by and between HUD and BCBF, L.L.C. dated the 22nd day of March, 1996, to which reference is made for the definition of all capitalized terms herein. The said attorneys-in-fact, and each of them, are hereby authorized, and empowered, as follows:

1. To execute, acknowledge, seal and deliver the Deed of Trust/Mortgage Note Endorsements, on behalf of HUD, with respect to the Mortgage Notes for all of the Mortgage Loans, provided that the form of each such Endorsement shall be substantially as set forth in Exhibit "E" to the Loan Sale Agreement, appropriately completed;
2. To execute, acknowledge, seal and deliver, on behalf of HUD, the Assignments and Lost Note Affidavits with respect to any Mortgage Notes which have been lost or are otherwise unavailable, as provided for in the Loan Sale Agreement, provided that such Assignments and Lost Note Affidavits shall be substantially in the form of Exhibit "A" to the Loan Sale Agreement, appropriately completed;
3. To execute, acknowledge, seal and deliver the Assignment of Mortgage and Other Collateral Loan Documents with respect to all of the Mortgage Loans, provided that the form of such Assignment shall be substantially in the form of Exhibit "B" to the Loan Sale Agreement, modified in accordance with applicable law and appropriately completed.
4. To execute and mail to the Taxing Authorities, the Taxing Authority Notifications, in the form of Exhibit "G" to the Loan Sale Agreement, appropriately completed.

This instrument is to be construed and interpreted as a limited power of attorney and does not empower or authorize the said attorneys-in-fact to do any act or execute any document on behalf of HUD not specifically described herein.

MARIN COUNTY OFFICIAL RECORDS

C-1

The rights, powers, and authority of the attorneys-in-fact granted in this instrument shall commence and be in full force and effect on the date hereof and such rights, powers and authority shall remain in full force and effect until 11:59 p.m., Washington, D.C. time, on November 30, 1996.

Dated: 4/17/96

U.S. DEPARTMENT OF HOUSING AND
URBAN DEVELOPMENT

Mr. J. Hinchey
(Authorized Agent)

Acknowledgment

District of Columbia)
)
)

BEFORE ME, Rashyn L. Morgan, a Notary Public in and for the jurisdiction aforesaid, on this 17th day of April, 1996, personally appeared Mr. J. Hinchey who is personally well known to me (or sufficiently proven) to be an authorized agent of the Secretary of the Department of Housing and Urban Development and the person who executed the foregoing instrument by virtue of the authority vested in him/her and he/she did acknowledge the signing of the foregoing instrument to be his/her free and voluntary act and deed as an authorized agent of the Secretary of the Department of Housing and Urban Development, for and on behalf of the Secretary of Housing and Urban Development for the uses, purposes and consideration therein set forth.

Witness my hand and official seal this 17th day of April, 1996.

Rashyn L. Morgan
Notary Public:

My Commission expires: 8/14/2000

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004 MCD 16.00