TRANSAMERICA FINANCIAL

## LIMITED POWER OF ATTORNEY

In accordance with the Purchase Agreement dated December 27, 1996 the undersigned, Transamerica Financial Services Inc. - Alabama hereby names, constitutes and appoints American General Finance, Inc., its subsidiaries, and any of its authorized employees ("Attorney"), its duly authorized attorney and agent with full power and authority to endorse or assign notes or security instruments in its name, to receive and collect any and all monies due and payable under certain receivables (shown on Exhibits "A" attached thereto), to enforce performance of all contracts and instruments covered thereby and for such purposes, to institute suit, either in its name or in any other name, which Buyer deems proper, to use and other methods or means which Attorney finds necessary to effect collection and performance; to release any and all'lièns and instruments of record; to amend, supplement or replace such instruments with other like or similar instruments to extend and modify periods and time of payment; and, generally, to do and perform any and all things necessary and incident in the premises, with equal rights, privileges and powers which the undersigned has had or was entitled to exercise as the owner of said receivables.

| ATTEST: Dated: March 5, 1997  | SERVICES, INC. ALABAMA   |
|---|--|
| Printed Name: DEANS W. Povetz  Its: Prosistant Secretary  | Printed Name: Street President  Its: President   |
| Herel Lay Unofficial Witness  | (CORPORATE SEAL)   |
| to 6 1/100 - 1 -  | nst # 1997-14043   |
|   |  |
| ACKNOW  | /LEDGMENT  |
| STATE OF CALIFORNIA, COUNTY OF LOS AN  On, 19 before m  | 9:55 AM CERTIFIED  19:55 AM CERTIFIE  19:55 AM CERT |
|   |  |
| and State, together with the said withesses, personal and State, together with the said withesses, personal and President and Secretary of TRAN | SAMERICA FINANCIAL SERVICES INC.   |
| ALABAMA, a  | t to its by-laws or a resolution of its Board of Directors.  |
| WITNESS my hand and official seal.  |  |
|   | Notary Public  |
|   | My Commission Expires.   |
|   | Sue allando  |
| AFTER RECORDING RETURN TO:  |  |

## CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

| State of California County of Los Angeles On March 5, 1997 before me, Richard Vaughn personally appeared James J. Murphy, Vice President, Transmerica Financial Services, Inc Alabama |  |
|---|--|
|   |  |
| Flichard Vaugh Comm. #1116901 LOS ANGELES COUNT Comm. Exp. Nov. 11, 2   | ment and acknowledged to me that he/shæ/thæy executed the same in his/hæi/thæir authorized capacity(iss) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument. |
|   |  |
| (THIS AREA FOR OFFICIAL NOTARIAL  | OPTIONAL   |
| Though the data below is not require fraudulent reattachment of this form   |  |
| CAPACITY CLAIMED BY   | SIGNER DESCRIPTION OF ATTACHED DOCUMENT  |
| CORPORATE OFFICER   | 05/06/1997-14043 09:55 AM CERTIFIED 09:55 AM CERTIFIED   |
| PARTNER(S)  | LIMITED OR SWA 11.00  GENERAL  |
| ATTORNEY-IN-FACT  | NUMBER OF PAGES  |
| TRUSTEE(S)  GUARDIAN/CONSERVAT  | DATE OF DOCUMENT. OR   |
| OTHER:  | SIGNIER'S) OTHER THAN NAMED ABOVE State of Alabama - Jefferson County  |
| SIGNER IS REPRESENTI NAME OF PERSON(S) OR ENTITY(IES)   | I certify this instrument filed on:  1997 APR 29 A.M. 08:28  Mtg. Tax  And \$  Deed Tax and Fee Amt.  7.00   |
| 7 LE (Rev. 6-94)  | GEORGE R. REYNOLDS, Judge of Probate   |

9705/2867