

Shelby H. H. H. H.

LIMITED POWER-OF-ATTORNEY

LEHMAN BROTHERS HOLDINGS, INC. d/b/a LEHMAN CAPITAL, A Division of Lehman Brothers Holdings, Inc., organized and existing under the laws of the United States of America, having an office at 3 World Financial Center, 200 Vesey Street, 12th Floor, New York, NY 10285 ("Owner"), hereby constitutes and appoints GREAT FINANCIAL BANK, FSB, a Kentucky Corporation, having its principal place of business at 4801 Frederica Street, Owensboro, Kentucky ("Servicer"), as its true and lawful attorney in fact, in its name, place and stead and for its benefit, in connection with all mortgage loans serviced by Servicer for Owner, for the purposes of performing all acts and executing all documents in the name of Owner 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;
2. Those acts necessary to comply with regulations and requirements of the Department of Veterans' Affairs, the United States Department of Housing and Urban Development, Federal National Mortgage Association, Federal Home Loan Mortgage Corporation, Government National Mortgage Association, and any other governmental entity or state or federal law;
3. Foreclosing delinquent loans; accepting deeds in lieu of foreclosure or otherwise acquiring title to mortgaged properties;
4. Filing or 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 U.S. Code and endorsing to the order of Servicer any checks which are made payable to the order of the Owner;
5. Appearing, litigating and compromising any matter in any court either as plaintiff or defendant, provided however, Servicer shall not be authorized to commence or defend any proceedings other than foreclosure, bankruptcy and eviction without written consent of Owner;
6. 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 any such sale, transfer or disposition and to receive all proceeds checks made payable to the order of the Servicer, assigning the right to any deficiency judgment and/or deficiency claim incident to a foreclosure or a defaulted loan;
7. Preparing, executing and delivering satisfactions, cancellations, discharges or full or partial releases of loan; entering into assumption agreements; appointing substitute trustees;
8. 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, and private mortgage insurance companies;
9. Endorsing to mortgagors, checks for insurance refunds, loss draft claims and credit life and disability claim settlements;
10. Endorsing promissory notes from Owner to Servicer, executing assignments from Owner to Servicer of mortgages, deeds of trust, deeds to secure debt, and other security instruments securing such promissory notes;
11. Any and all other acts of any kind and nature whatsoever Servicer may find necessary to service such loans.

Owner further grants to the Servicer full power and authority to do and perform all acts necessary in the sole discretion of Servicer to carry into effect the powers granted by or under this limited power of attorney as fully as Owner might or could do with the same validity as if all and every such act had been herein particularly stated, expressed, and especially provided for, and hereby ratifies and confirms all that the Servicer shall lawfully do or cause to be done by virtue of the powers and authority granted and contemplated hereby.

This limited power of attorney shall be effective as of May 1, 1996 and shall continue in full force until revoked in writing by Owner.

Lehman Brothers Holdings Inc. d/b/a
Lehman Capital, A Division of
Lehman Brothers Holdings, Inc.

ATTEST:

Supanne M. Conicelli
By: *Supanne M. Conicelli*
Its: *Assistant Secretary*
(Corporate Seal)

Jack E. Desens
By: Jack E. Desens
Its: Authorized Signatory

Signed, sealed and delivered in the presence of:

William H. H. H.
John H. H. H.

This instrument prepared by Great Financial Mortgage

STATE OF NEW YORK)
COUNTY OF NEW YORK)

I, the undersigned, a Notary Public in and for the County and State aforesaid, do hereby certify the persons whose names are subscribed in the foregoing instrument are personally known to be duly authorized officers of Lehman Brothers Holdings Inc. Capital, A Division of Lehman Brothers Holdings, Inc., and personally known to me to be the same persons whose names are subscribed to the foregoing instrument as such officers, appeared before me this day in person and acknowledged that they signed and delivered the said instrument as their free and voluntary act and as the free and voluntary act of said corporation for the uses and purposes set forth, of said corporation, for the uses and purposes therein set forth.

Given my hand and notarial seal this 2nd day of August, 1996.

Name:
Notary Public

My commission expires:

DORA M. ENRIQUEZ
Notary Public, State of New York
No. 01EN5026289
Qualified in Westchester County
Commission Expires April 18, 1997

09/19/1997-30225
09:27 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MCD 8.50

Inst # 1997-30225