

Prepared by:

Federal Deposit Insurance Corporation
550 17th Street, NW
Washington, D.C. 20429

When Recorded Return To:
Nationwide Mortgage Services, Inc. _____
950 Herndon Parkway, Suite 120 _____
Herndon, VA 20170 _____

Inst # 1999-22858

06/01/1999-22858

02:49 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

010 WMS 31.00

SPECIAL LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that I, Richard Melintz, Customer Service Specialist, Division of Resolutions and Receiverships ("DRR") of the Federal Deposit Insurance Corporation ("FDIC"), with a business address of 1776 F Street, NW, Washington, D.C. 20429, pursuant to applicable resolutions of the Board of Directors of the FDIC, hereby appoint, authorize and empower each of the following persons listed on Exhibit A, attached hereto and made a part hereof, as attorney(s)-in-fact, to act on behalf of the FDIC in any of its Receivership or Corporate capacities or in its capacity as Manager of the FSLIC Resolution Fund ("FRF") (FDIC being (i) receiver of certain failed banking institutions, (ii) successor to Resolution Trust Corporation ("RTC") in its capacity as receiver for certain failed savings and loan associations pursuant to 12 U.S.C. §1441a(m)(1) and (iii) Manager of the FRF which, inter alia, is the transferee of all assets and liabilities of the RTC in its Corporate capacity pursuant to 12 U.S.C. §1441a(m)(2)), according to the following powers and terms:

To execute, individually and not jointly, by and through the FDIC acting in any of its Receivership or Corporate capacities or in its capacity as Manager of the FRF: (i) any and all satisfactions of mortgages or lien transfers and reconveyances of deeds of trust for the purpose of completing satisfactions due to payoffs; and (ii) any and all mortgage note endorsements or allonges; deeds of conveyance; contracts; bills of sale; releases; extensions; assignments of mortgage, deeds of trust or related documents; assignments; terminations, renewals or continuations of U.C.C. Form-1 Financing Statements or other U.C.C. financing statements; assignments or reassignments of rents, leases and

profits; affidavits; closing statements; reconciliation statements; special warranty deeds or other documents or agreements for the purpose of facilitating the efficient discharge of duties outlined in the transactional documents related to certain transactions referenced in Exhibit B attached hereto and made a part hereof (the "Agreements"). All documents referenced herein shall be executed pursuant to the authority and procedures detailed in the Agreements.

This Special Limited Power of Attorney shall be effective as of December 15, 1998 and shall continue through the earlier of (1) with respect to any individual listed on Exhibit A, the termination of his or her service in the described capacity and (2) December 31, 1999.

IN WITNESS WHEREOF, the FDIC by its duly authorized officers empowered in that behalf by appropriate Resolution of its Board of Directors, has caused these presents to be subscribed in its name and its corporate seal to be thereunto affixed this 11th day of December, 1998

FEDERAL DEPOSIT INSURANCE CORPORATION

By: Richard Melintz
Richard Melintz
Customer Service Specialist
Division of Resolutions and
Receiverships

(SEAL)

065948

ATTEST: Valerie J. Best
Valerie J. Best
Assistant Executive Secretary

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Deborah A. Jenkins
Witness

Rogers V. Rose
Witness

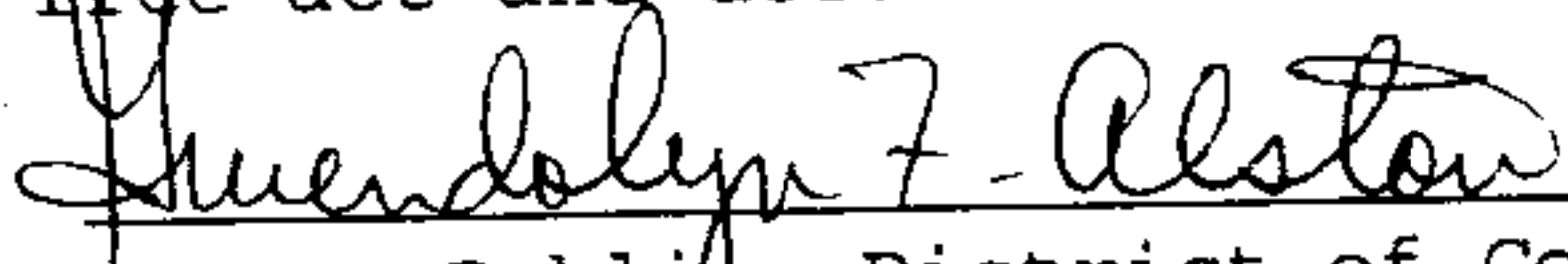
UNITED STATES OF AMERICA)

DISTRICT OF COLUMBIA)

On this 11th day of December, 1998, before me, Notary Public in and for the District of Columbia, personally appeared Richard Melintz and Valerie J. Best, with a business address of 550 17th Street, N.W., Washington, D.C. 20429, who, being first duly sworn, severally depose and say:

First, Richard Melintz, first affiant, for himself, says that he is a Customer Service Specialist, Division of Resolutions and Receiverships, of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Limited Power of Attorney has been subscribed, that the said Limited Power of Attorney was subscribed on behalf of the said Corporation by due authority of the Corporation's Board of Directors, and that the said Richard Melintz acknowledges the said Limited Power of Attorney to be the free act and deed of the said Corporation.

Second, Valerie J. Best, second affiant, for herself, says that she is Assistant Executive Secretary of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Limited Power of Attorney has been subscribed, that the seal affixed to the said Limited Power of Attorney is the corporate seal of the said Federal Deposit Insurance Corporation, that the said Limited Power of Attorney was subscribed on behalf of the said Corporation and its seal thereto affixed by due authority of the Corporation's Board of Directors, and that the said Valerie J. Best acknowledges the said Limited Power of Attorney to be the free act and deed of the said Corporation.


Notary Public, District of Columbia
United States of America

My Commission Expires ~~SEPTEMBER~~ SEPTEMBER 14, 2000

This document was prepared by Valerie Best, Assistant Executive Secretary, 550 17th Street, NW, Washington, D.C. 20429. Phone: (202) 898-3812.

By Preparer:

Valerie J. Best
Valerie J. Best
Assistant Executive Secretary
FDIC, Office of the Executive Secretary

EXHIBIT A

(Attorneys-In-Fact)

FDIC EMPLOYEES (Washington, DC) *

G. Alexander
L. Bowie
J. Fairfield
E. Falloon
J. Frost
D. Gill
H. Griffin
D. Hall
R. Malami
P. Mangano
C. Marks
R. Melintz
P. Mento
R. Minyard

P. Moreland-Gunn
E. Pinta
R. Pomeroy
T. Richards
C. Ritterpusch
C. Shaughnessy
P. Stewart
S. Thompson
S. Trout
J. Wagner
D. Wall
K. Williams
R. Yngente

*(With a business address of 801 17th Street, NW,
Washington, D.C. 20434

AMRESKO EMPLOYEES (Atlanta, GA) *

John W. Benson
Jeff R. Joyce
Daniel B Kirby
Sean D. Reilly
William J. Sweeney, Jr.
Charles C. Hayes, III

*(with a business address of 235 Peachtree St. NE North
Tower, Ste 900, Atlanta, GA 30303)

AMRESKO EMPLOYEES (Dallas, TX) *

Michael Carp
Michael O'Hanlon

*(with a business address of 700 North Pearl St. Ste 2400,
Dallas, TX 75201)

REAL ESTATE RECOVERY EMPLOYEES (Herndon, VA) *

C. Ivie
C. Kallivokas

*(with a business address of 950 Herndon Pkwy., Ste 200,
Herndon, VA 20165)

NATIONWIDE MORTGAGE SERVICES, INC. EMPLOYEES (Herndon, VA) *

R. Pratt

*(with a business address of 950 Herndon Pkwy., Ste 200,
Herndon, VA 20165)

DOCUMENT MANAGEMENT NETWORK, INC. EMPLOYEES (New York) *

M. Bradley
R. Farrell
C. Fetner
A. Piazza
S. Gerwin

*(with a business address of 67 Liberty Street, New York, NY 10005)

J.E. ROBERT COMPANIES EMPLOYEES (Dallas, TX) *

Michael F. Cocanougher
Debra L. Henderson
Gregory A. Odean

*(with a business address of 15660 N. Dallas Pkwy, Suite 1100, Dallas, TX 75248)

GMAC COMMERCIAL MORTGAGE CORPORATION EMPLOYEES (Horsham, PA) *

Joseph Funk
Richard Joe
Brian Stauffer
Joanne Aquilino
Duane Hewlett
Roman Hryhorchuk
Herb Hedley
Laura Macey

Douglas Waymer
Frank Warfield
Carol Horstmeyer
Herny Bieber
Anne Sheldon
Maria Corpora-Buck
Don Smith
Robin Witherspoon

*(with a business address of 650 Dresher Road, Horsham, PA, 19044-8015)

GMAC Mortgage Corporation (Waterloo, IA) *

Beth Kirkevold

*(with a business address of 3451 Hammond Ave, Waterloo, IA 50704-0780)

CHASE MANHATTAN MORTGAGE CORPORATION EMPLOYEES (Deerfield Beach, FL) *

Ray Restani
Mark Goode
Eileen Bernardoni

John DeLuca
Susan Friedenberg

*(with a business address of 1400 E. Newport Center Drive, Deerfield Beach, FL 33442)

FIRST NATIONWIDE MORTGAGE CORPORATION EMPLOYEES (Dallas, TX) *

[successor Master Servicer to LOMAS MORTGAGE USA, INC.]

Steve W. Faulkner
Donna R. Baker
Betty Becker
Betty Becker Steele
Marcia J. Kolb
Julie Maddux

*(with a business address of 14651 Dallas Parkway, Suite 210,

Dallas, TX 75380-9100)

FIRST NATIONWIDE MORTGAGE CORPORATION EMPLOYEES (Frederick, MD)

[successor Master Servicer to Standard Federal]

Barbara Boxwell	Richard D. Penquite
Kenneth A. Klima, Jr.	Wendy Rzepkowski
Patricia A. Lewis	Barbara Stockman
J. Philip McAleavy	

*(with a business address of 5280 Corporate Drive,
Frederick, MD 21701

MIDLAND LOAN SERVICES EMPLOYEES (Kansas City, MO)*

C.J. Sipple
Paula J. Mickelson
Steven S. Bartels

*(with a business address of 210 West 10th Street, Kansas
City, MO 64105)

NATIONSBANC MORTGAGE CORPORATION EMPLOYEES (Louisville, KY)*

Jeff Burress	E. Boucher
Janet Cavender	Kenneth J. Weleski
Bruce Evans	Keith J. Kuns
Leigh Ann Leatherwood	Majorie C. Vojta
Robert J. McGarry	Janet M. Brown
Edwin G. Moskovitz	Sue H. Hadfield
Susan Ware	Mary Lynn Burns
David Weatherford	Bobbi Stewart
J. Mark Hanson	Virgil McCauley
Robert Thornton	Daniel T. Barringer, III

*(with a business address of 101 E. Main Street, Suite 400,
Louisville, KY 40202-5318)

NATIONSBANC MORTGAGE CORPORATION EMPLOYEES *(Buffalo, NY)

Mark Ehrenreich
Michael D. Patten
Lucille A. Przybyla
M. Fran Randall
Susanne M. Haumesser
*(with a business address of 205 Park Club Lane, Buffalo, NY
14221-5285)

PNC MORTGAGE CORP. OF AMERICA *(Vernon Hills, IL)

George Wessel
Judy Bailey
Teresa Switzer
Melissa Kauffman
Brooke Willman
Sharon Morton
Barbara J. Woodman
Sheri B. Salzberg
Dee Dee Burkhart

Jeanine Drury
Kathryn A. Sneider
Ellen K. Peterson
Barbara A. Campbell
Kathy Granger
Pam Thompson

*(with a business address of 75 North Fairway Drive, Vernon
Hills, Illinois 60061)

Bank of America (Los Angeles, CA) *

Karen Markshausen
Stephanie Whited
Jean Moessner
Thomas Hook
Hector Huerta
Cyndi Gallup
Vicky Smith
Andrea Liskay
Anita Roglich
Edith Jacobson
Judy Craig
Thy Cure
Lorraine Treyes

*(with a business address of CMLS Unit # 1777 333 South
Beaudry, Los Angeles, CA 91007)

EXHIBIT B**RTC Series****Date of Pooling &
Servicing Agreement****Trustee**

1991-1	June 1, 1991	State Street Bank & Trust
1991-2	July 1, 1991	State Street Bank & Trust
1991-3	August 1, 1991	State Street Bank & Trust
1991-4	August 1, 1991	State Street Bank & Trust
1991-5	August 1, 1991	State Street Bank & Trust
1991-M1	August 1, 1991	State Street Bank & Trust
1991-6	September 1, 1991	State Street Bank & Trust
1991-7	September 1, 1991	State Street Bank & Trust
1991-8	September 1, 1991	State Street Bank & Trust
1991-9	September 1, 1991	State Street Bank & Trust
1991-M2	September 1, 1991	State Street Bank & Trust
1991-M3	September 1, 1991	State Street Bank & Trust
1991-10	October 1, 1991	State Street Bank & Trust
1991-11	October 1, 1991	State Street Bank & Trust
1991-12	October 1, 1991	State Street Bank & Trust
1991-M4	October 1, 1991	State Street Bank & Trust
1991-14	November 1, 1991	State Street Bank & Trust
1991-15	November 1, 1991	State Street Bank & Trust
1991-M5	November 1, 1991	State Street Bank & Trust
1991-16	December 1, 1991	State Street Bank & Trust
1991-M6	December 1, 1991	State Street Bank & Trust
1991-17	December 1, 1991	State Street Bank & Trust
1991-M7	December 1, 1991	State Street Bank & Trust
1992-1	January 1, 1992	State Street Bank & Trust
1992-2	January 1, 1992	State Street Bank & Trust
1992-M1	January 1, 1992	State Street Bank & Trust
1992-MH1	January 1, 1992	Bankers Trust
1992-3	February 1, 1992	State Street Bank & Trust
1992-MH2	February 1, 1992	Bankers Trust
1992-C1	February 1, 1992	Chemical Bank
1992-4	March 1, 1992	Bankers Trust
1992-5	March 1, 1992	Bankers Trust
1992-C2	March 1, 1992	Chemical Bank
1992-M2	March 1, 1992	Bankers Trust
1992-6	April 1, 1992	Bankers Trust
1992-C3	April 1, 1992	Chemical Bank
1992-M3	April 1, 1992	Bankers Trust
1992-MH3	April 1, 1992	Bankers Trust
1992-7	May 1, 1992	Bankers Trust
1992-M4	May 1, 1992	Bankers Trust
1992-8	June 1, 1992	Bankers Trust
1992-C4	June 1, 1992	Chemical Bank
1992-HEL1	June 1, 1992	Bankers Trust
1992-C5	July 1, 1992	Bankers Trust (f/n/a Bank of America)
1992-9	August 1, 1992	Bankers Trust
1992-10	August 1, 1992	Bankers Trust

EXHIBIT B (cont'd)

<u>RTC Series</u>	<u>Date of Pooling & Servicing Agreement</u>	<u>Trustee</u>
1992-11	September 1, 1992	Bankers Trust
1992-12	September 1, 1992	Bankers Trust
1992-14	September 1, 1992	Bankers Trust
1992-15	October 1, 1992	Bankers Trust
1992-C6	September 1, 1992	Bankers Trust (f/n/a Bank of America)
1992-C7	September 1, 1992	Bankers Trust (f/n/a Bank of America)
1992-CHF	October 1, 1992	Bankers Trust (f/n/a Bank of America)
1992-C8	November 1, 1992	Bankers Trust (f/n/a Bank of America)
1992-16	November 1, 1992	Bankers Trust
1992-17	December 1, 1992	Bankers Trust
1992-18P	December 1, 1992	Bankers Trust
1993-C1	January 1, 1993	Bankers Trust (f/n/a Bank of America)
1993-1P	February 1, 1993	Bankers Trust
1993-2P	February 1, 1993	Bankers Trust
1993-4P	February 1, 1993	Bankers Trust
1993-5P	February 1, 1993	Bankers Trust
1993-3	February 1, 1993	Bankers Trust
1993-C2	March 1, 1993	State Street Bank & Trust
1993-C3	December 1, 1993	Bankers Trust (f/n/a Bank of America)
1994-C1	September 1, 1994	State Street Bank & Trust
1994-C2	November 1, 1994	First National Bank of Chicago
1994-1	December 1, 1994	First National Bank of Chicago
1995-1	April 1, 1995	First National Bank of Chicago
1995-C1	June 1, 1995	First National Bank of Chicago
1995-2	September 1, 1995	First National Bank of Chicago
1995-C2	December 1, 1995	First National Bank of Chicago

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