

Prepared by:

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

When Recorded Return to:

Federal Deposit Insurance Corporation
550 17th Street, NW, F-7036
Washington, D.C. 20429
Attn: Robert R. Pomeroy, Jr.

Inst # 2000-14935
05/05/2000-14935
01:56 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
010 MMS 188.00

SPECIAL LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that I, Robert R. Pomeroy, Jr., MBS Administration Specialist, Division of Resolutions and Receiverships of the Federal Deposit Insurance Corporation ("FDIC"), with a business address of 550 17th Street NW, Washington, D.C. 20429, pursuant to applicable resolutions of the Board of Directors of the FDIC, and sub-delegations thereof, hereby appoint, authorize and empower each of the following persons listed in 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 as Manager of the FSLIC Resolution Fund ("FRF") (FDIC being (i) Receiver for certain failed banking institutions, (ii) successor to the 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 (ii) 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; deed 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; judgments; special warranty deeds or other documents or agreements for the purpose of facilitating the efficient discharge of duties outlined in the transactional documents (the "Agreements") related to certain transactions ("Transactions") referenced in Exhibit B attached hereto and made a part hereof. 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, 1999 and shall continue through the earlier of (1) with respect to any individual listed on Exhibit A: (a) the termination of his or her service in the described capacity or (b) the termination of this action by an officer of the FDIC authorized to do so by the Board of Directors of the FDIC ("Revocation"); or (2) December 31, 2000.

Any third party may rely upon this document as the named individuals' authority to continue to exercise the powers herein granted unless a Revocation has been recorded in the public records of the jurisdiction where this Special Limited Power of Attorney was executed, or unless the third party has received actual notice of a Revocation.

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 29th day of February 2000.

FEDERAL DEPOSIT INSURANCE CORPORATION

By: Robert R. Pomeroy, Jr.
Robert R. Pomeroy, Jr.
MBS Administration Specialist
Division of Resolutions and Receiverships

(SEAL)

067551

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

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Deborah A. Denekas
Witness
Print Name: **DEBORAH A. DENEKAS**
Gwendolyn F. Alston
Witness
Print Name: **GWENDOLYN F. ALSTON**

000255

UNITED STATES OF AMERICA)
DISTRICT OF COLUMBIA)

On this 29th day of February 2000, before me, Notary Public in and for the District of Columbia, personally appeared Robert R. Pomeroy, Jr. and Valerie J. Best, with a business address of 550 17th Street, NW, Washington, D.C. 20429, who, being first duly sworn, severally depose and say:

First, Robert R. Pomeroy, Jr., first affiant, for himself/herself, says that he/she is MBS Administration Specialist, Division of Resolutions and Receiverships, of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Special Limited Power of Attorney has been subscribed, that the said Special 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 Robert R. Pomeroy, Jr. acknowledges the said Special 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 Special Limited Power of Attorney has been subscribed, that the seal affixed to the said Special Limited Power of Attorney is the corporate seal of the said Federal Deposit Insurance Corporation, that the said Special 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 Special Limited Power of Attorney to be the free act and deed of the said Corporation.



**Notary Public, District of Columbia
United States of America**

ANN LATERRA

My Commission Expires: SEPTEMBER 14, 2000

EXHIBIT A

(Attorneys-In-Fact)

FDIC EMPLOYEES (Washington, DC)*

G. Alexander	P. Moreland-Gunn
L. Bowie	E. Pinta
J. Fairfield	R. Pomeroy
E. Falloon	D. Gill
J. Frost	H. Griffi
C. Shaughnessy	P. Stewart
D. Hall	S. Thompson
R. Malami	S. Trout
P. Mangano	J. Wagner
C. Marks	D. Wall
R. Melintz	K. Williams
P. Mento	R. Yngente
R. Minyard	C. Strine
D. Anthony	N. Maginn

*(With a business address of 550 17th Street, NW,
Washington, D.C. 20429)

AMRESKO EMPLOYEES (Atlanta, GA)*

John W. Benson
Jeff R. Joyce
Daniel B Kirby
Sean D. Reilly
Jim Hebert

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	Robin Green
Michael O'Hanlon	

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

REAL ESTATE RECOVERY EMPLOYEES (Herndon, VA)*

C. Kallivokas

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

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

R. Pratt

Colleen M. Taylor

*(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) *

Debra H. Morgan

Gregory A. Odean

*(with a business address of 5720 LBJ Freeway, Suite 550
Dallas, TX 75240)

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) *

Roberta Pettengill

Kenneth R. Perkins

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

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

Ray Restani	John DeLuca
Mark Goode	Susan Friedenberg
Eileen Bernardoni	

*(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.]

Donna R. Baker
Cliff Fincher
Monte L. Tullos
Becky McDonald
Laura Sutherland

*(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)

BANK OF AMERICA N.A. (Louisville, KY) *

J. Mark Hanson
Janet M. Brown
Michael Patten
Donna L. Moffitt
Robert K. Vanderberry
Diane Bunn
Robert Thornton

Judy Z. Carter
Marjori C. Vojta
Jenny Johnson
Yolanda Burnley
Annita Allen
Mark Grittmann
Virgil McCauley

Stephen R. Solomon
Mary Lynn Burns
B. Scott Arnold
Helen Boyd
Julia K. Crawford
Chip Von Lehman
Lisa M. Brown
Elizabeth Robertson
Diana Fouts
Madeline Walker
Monica Mannen
Ereka G. Taylor
Stephanie Cirillo
Hermania M. Kirk

Scott Manning
Bobbi Stewart
Laurie Freitag
Kandy Yocum
Melissa Carroll
Donna L. Moffitt
Sharon L. Baxter
Stephanie Powell
Nancy Stone
Mona Langford
Angela J. Mohr
Steve Ostrader
Leslie Matthews
Shawn Biven

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

BANK OF AMERICA N.A. *(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) *

Stephanie Whited

Jean Moessner

Thomas Hook

Cyndi Gallup

Vicky Smith

Andrea Liskay

Anita Roglich

Edith Jacobson

Judy Craig

Thy Cure

Lorraine Treyes

*(with a business address of Bank of America, N.T. & SA,
Capital Markets Servicing Group, Unit # 1777, 26th Floor,
333 South Beaudry, Los Angeles, CA 90017)

EXHIBIT B

<u>RTC Series</u>	<u>Date of Pooling & Servicing Agreement</u>	<u>Trustee</u>
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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