

POWER OF ATTORNEY


WELLS FARGO BANK MINNESOTA, N.A., a national banking association, (the "Company") (formerly known as Norwest Bank Minnesota, N.A.) hereby irrevocably constitutes and appoints Ameriquest Mortgage Company (hereinafter called "Ameriquest"), and any other officer or agent thereof, with full power of substitution, as its true and lawful attorney-in-fact with full irrevocable power and authority in the place and stead of the Company and in the name of the company or in its own name from time to time in Ameriquest's discretion, for the purpose of servicing mortgage loans, to take any and all appropriate action and to execute any and all documents and instruments which may be necessary or desirable to accomplish the purposes of servicing mortgage loans, and without limiting the generality of the foregoing, the Company hereby gives Ameriquest the power and right, on behalf of the Company, without assent by the Company, to do the following, to the extent consistent with the terms and conditions of the Pooling and Servicing Agreements and the Servicing Agreements attached hereto as Exhibit A (the "Agreements"):

(A) to direct any party liable for any payment under any loans to make payment of any and all moneys due or to become due thereunder directly to Ameriquest or as Ameriquest shall direct and in the name of the Company or its own name, or otherwise, to take possession of and endorse and collect any checks, drafts, notes, acceptances, or other instruments for the payment of moneys due under any loans (including those related to mortgage insurance), to file and receive payment for any hazard insurance claim filing; (B) to execute substitutions of trustee, assignments in connection with foreclosure, reconveyance documents, foreclosure documents, grant deeds, and other instruments conveying real property, including the execution, acknowledgement, delivery, filing, and recordation of a deed or deeds of conveyance, agreements of sale and other ancillary documents necessary for the absolute sale and disposal of the properties, or any part thereof, with such clause or clauses, and agreement or agreements as the attorney in fact shall deem proper and expedient and such other documents as Ameriquest deems necessary to carry out its obligations to service the mortgage loans; (C) to ask or demand for, collect, receive payment of and receipt for, any and all moneys, claims, and other amounts due or to become due at any time in respect of or arising out of any loans; (D) to commence and prosecute any suits, actions, or proceedings at law or in equity in any court of competent jurisdiction to collect the loans or any thereof and to enforce any other right in respect of any loans; and (E) generally, to do, at Ameriquest's option, at any time, and from time to time, all acts and things which Ameriquest deems necessary to protect, preserve, or realize upon the loans and the liens thereon and to effect the intent of the Agreements all as fully and effectively as the Company might do.

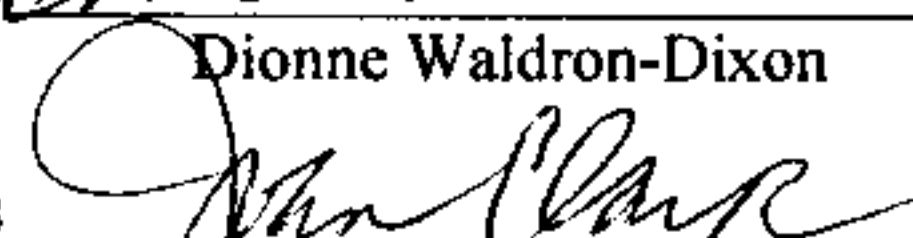
Company hereby ratifies all that said attorneys shall lawfully do or cause to be done by virtue hereof. This power of attorney is a power coupled with an interest and shall be irrevocable.

DATED this 6th day of December 2000.

Witness


Dionne Waldron-Dixon

Witness


Joan Clark

WELLS FARGO BANK MINNESOTA, N.A., a
national banking association

By:


Its: Barry Akers, Vice President

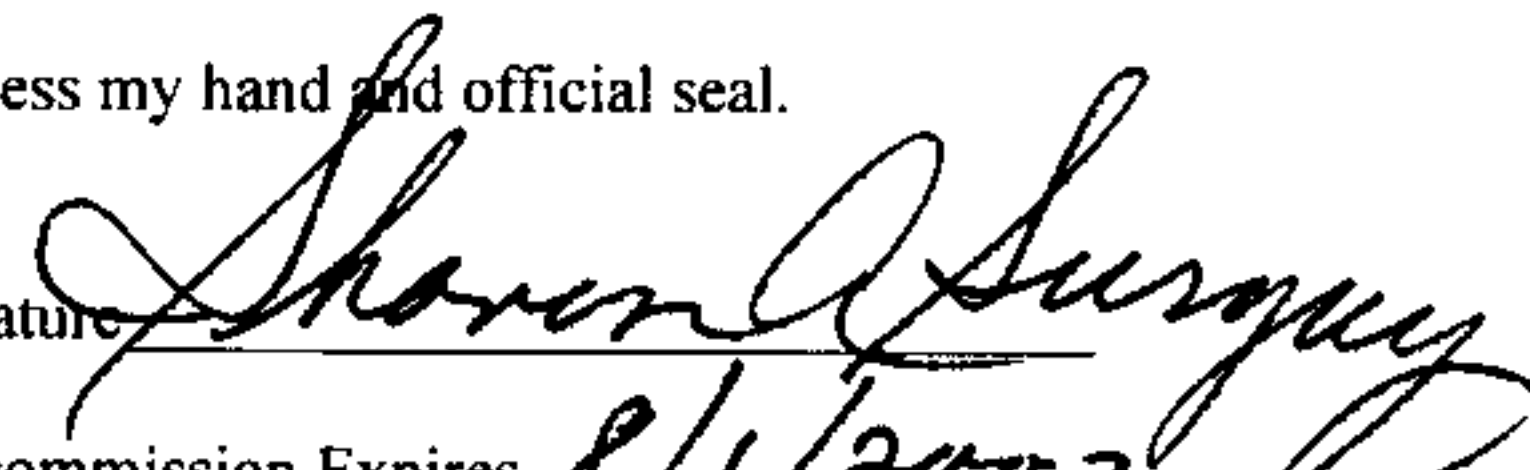
State of Maryland
County of Howard

On this 6th day of December 2000 before me, the undersigned, a notary public, personally appeared Barry Akers, Vice President of Wells Fargo Bank Minnesota, N.A., a national banking association, who resides at 11000 Broken Land Parkway Columbia, Maryland, who is personally known to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me that they executed the same in his/her capacities and that by their signatures on the instrument the persons of the entry upon behalf of which the persons acted, executed the instrument.

Witness my hand and official seal.

Signature

My commission Expires


8/1/2002

Inst # 2001-00072

01/03/2001-00072
10:53 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MMB 14.00

Exhibit A

| <u>AMC Investor No.</u> | <u>Trust Description</u> |
|-------------------------|---|
| 765 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1996-LB1* |
| 766 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Certificates, Series 1996-LB2 |
| 767 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1996-LB3* |
| 775 | Salomon Brothers Mortgage Securities VII, Inc., Floating Rate Mortgage Pass-Through Certificates, Series 1997-AQ1 |
| 781 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1997-AQ2 |
| 768 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1997-LB1* |
| 769 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Certificates, 1997-LB2 |
| 773/777 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1997-LB3 |
| 776/785 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1997-LB4 |
| 782 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Floating Rate Certificates, Series 1997-LB5 |
| 783/784 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Certificates, 1997-LB6 |
| 791 | Salomon Brothers Mortgage Securities VII, Inc., Asset Backed Certificates, Series 1998-AQ1 |
| 792/793 | Salomon Brothers Mortgage Securities VII, Inc., Floating Rate Notes, Series 1998-11* AKA (Wilshire REIT Trust Series 1998-11) |
| 795 | Salomon Brothers Mortgage Securities VII, Inc., Floating Rate Mortgage Pass-Through Certificates, Series 1999-AQ1 |
| 800 | Salomon Brothers Mortgage Securities VII, Inc., Floating Rate Mortgage Pass-Through Certificates, Series 1999-AQ2 |
| 796/797 | Salomon Brothers Mortgage Securities VII, Inc., Floating Rate Mortgage Pass-Through Certificates, Series 1999-3 |
| 789/790 | Amresco Residential Securities Corporation, Mortgage Pass-Through Certificates, Series 1998-2 |
| 802 | Ameriquet Mortgage Securities Inc., Floating Rate Pass-Through Certificates, Series 2000-1 |

* This Trust has previously been terminated. The Power of Attorney is provide for the limited purpose of transferring title taken in the Trust's name during its existence to the name of the present owner of such property.

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