

RECORDING REQUESTED BY AND
WHEN RECORDED, MAIL TO:

SN SERVICING CORPORATION
3050 Westfork Drive
Baton Rouge, LA 70816
Attention: Peggy Wilks

Inst # 2002-01286

01/08/2002-01286
12:09 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MEL

(Above Space for Recorder's Use Only)

LIMITED POWER OF ATTORNEY

Key Bank USA, National Association, as Seller under that certain Purchase and Sale Agreement, dated as of June 27, 2001, (the "Purchase and Sale Agreement") hereby constitutes and appoints SN Servicing Corporation ("Assignee"), as its true and lawful attorney-in-fact, in its name, place and stead and for its benefit in connection with said Purchase and Sale Agreement, for the purpose of performing on behalf of or in the name of Key Bank USA, N. A., as Seller under said Purchase and Sale Agreement, the following acts:

1. The preparation, execution, delivery and recordation of any and all deeds, assignments, endorsements and other instruments of conveyance or assignment, and any and all instruments of modification, amendment, termination, release, reconveyance, satisfaction or cancellation, or of partial or full release or discharge, and any and all other comparable or related instruments with respect to the mortgage loans (the "Mortgage Loans") itemized and set forth on Exhibit A attached hereto and made a part hereof for all purposes; and
2. The performance of any and all acts of any kind or nature whatsoever as Assignee deems necessary or desirable to effect the satisfaction, cancellation, assignment, release or discharge of any Mortgage Loans, together with any liens and security interests securing same, that Assignee has determined to have been paid in full.

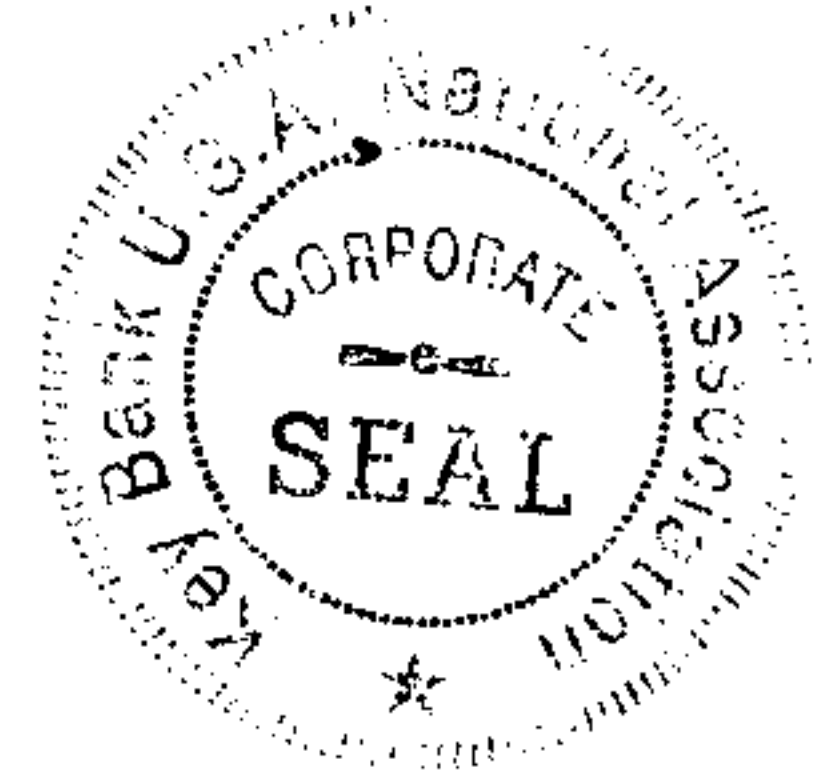
Key Bank USA, N. A., as Seller, further grants to Assignee full power and authority to do and perform all acts necessary in the sole discretion of Assignee to carry into effect the powers granted by or under this Limited Power of Attorney as fully as Key Bank USA, N. A., as Seller, might or could do 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 Assignee shall lawfully do or cause to be done by virtue of the powers and authority granted and provided hereby.

This Limited Power of Attorney shall be effective as of the date of execution hereof and shall continue in full force and effect until March 31, 2002, unless extended or revoked in writing by Assignee, as aforesaid.

Dated this 12th day of November, 2001

Key Bank USA, National Association, as Seller

By: 
Name: Robert E. Bolton III
Title: Vice President

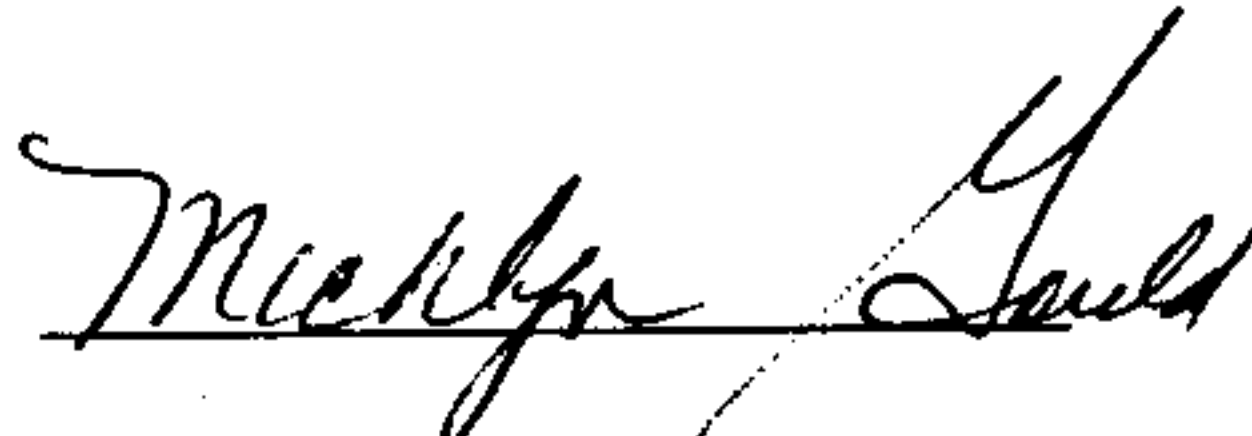


STATE OF NEW JERSEY
COUNTY OF MORRIS

On November 12, 2001, before me, Michlyn Gould, a Notary Public, personally appeared Robert E. Bolton III, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity as Vice President on behalf of Key Bank USA, National Association and that said instrument was sealed by him on behalf of said entity.

Witness my hand and official seal this November 12, 2001.

Notary Public:



Commission Expires: July 19, 2006

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