

LIMITED POWER OF ATTORNEY

Bankers Trust Company of California, N.A., as Trustee (hereinafter the "Trustee") under those Pooling and Servicing Agreements (listed in the schedule attached as Exhibit "1" and incorporated by reference), with its principal place of business located in Santa Ana, California, constitutes and appoints all individuals with the signatory authority of Regional Vice President, Vice President or above who are employees of Premiere Asset Services, and such other person or persons as any of them shall designate from time to time, and each of them, any of whom may act alone, the true and lawful attorneys-in-fact of the Trustee, with respect to any real property interest that the Trustee currently has or hereafter may have to do or perform in the name, place and stead and for its use and benefit, to execute, endorse and acknowledge all documents customarily and reasonably necessary and appropriate for the facilitation and the disposal of REO properties owned by or serviced by the Trustee. This appointment shall apply only to the following enumerated transactions and nothing herein shall be construed to the contrary:

1. The facilitation of the marketing and disposal of REO properties owned by the Trustee pursuant to the relevant Pooling and Servicing Agreement that authorizes the Trustee to dispose of such REO properties, for such price and to such person or persons as the attorney-in-fact shall deem proper and convenient, 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 REO properties, or any part thereof, with such clause or clauses, and agreement or agreements as the attorney-in-fact shall deem proper and expedient. To perform all other acts necessary to be done in regard to such powers, as amply and fully to all intents and purposes as the Trustee could do if personally present;
2. The facilitation of the maintenance of REO properties owned by the Trustee pursuant to the relevant Pooling and Servicing Agreement that authorizes the Trustee to maintain such REO properties, including the making of any contract or agreement, that in the opinion of the attorney-in-fact, is necessary and proper to be entered into for the repair or maintenance of such REO properties, and pursuant thereto, to execute any and all papers or documents pertaining to any such repair or maintenance and in connection with this to do all acts necessary to execute, deliver, acknowledge, file and record such papers or documents when necessary;
3. The facilitation of the collection, demand and other actions necessary or desirable to collect any or all sums of money that may now be or hereafter become due and owing pursuant to rental arrangements of any kind and mortgage or hazard insurance contracts or claims when applicable under the relevant state law when directly related to REO properties owned by the Trustee pursuant to the relevant Pooling and Servicing Agreement that authorizes the Trustee to dispose of such REO properties;
4. The facilitation of the eviction according to state law of occupants from REO properties owned by the Trustee pursuant to the relevant Pooling and Servicing Agreement that authorizes the Trustee to dispose of such REO properties; and
5. The endorsement, cashing, negotiating and dealing with all checks, money orders and other forms of payment of any kind in connection with the facilitation of the marketing and disposal of REO properties owned by the Trustee pursuant to the relevant Pooling and Servicing Agreement that authorizes the Trustee to dispose of such REO properties.

The undersigned gives to said attorneys-in-fact full power and authority to execute such instruments and do and perform every act and thing necessary and proper to carry into effect the power or powers by or under this Limited Power of Attorney as fully as the undersigned might or could do, and hereby does ratify and confirm to all that said attorneys-in-fact shall be effective as September 1, 2001.

The Trustee will be provided with a written list of the parties who have signatory authority for the attorney-in-fact, and an updated list will be provided to the Trustee as is necessary, or upon written demand.

Third parties without actual notice may rely upon the exercise of the power granted under this Limited Power of Attorney, and may be satisfied that this Limited Power of Attorney shall continue in full force and effect has not been revoked unless an instrument of revocation has been made in writing by the undersigned.

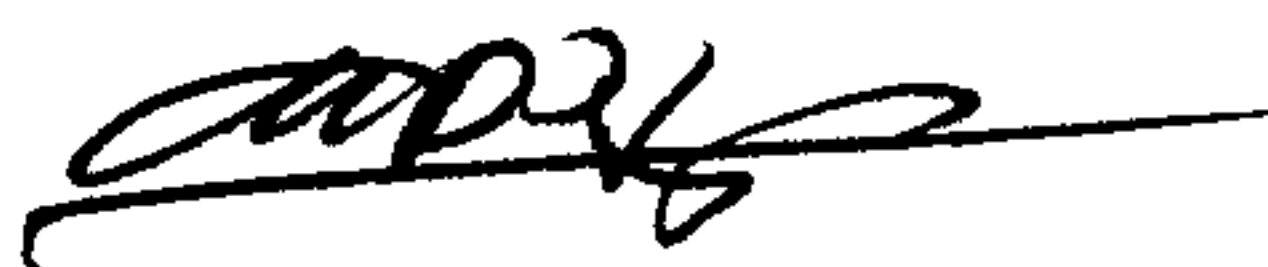
This appointment is to be construed and interpreted as a Limited Power of Attorney. The enumeration of specific items, rights, acts or powers herein is not intended to, nor does it give rise to, and it is not to be construed as a general power of attorney.

Nothing contained herein shall (i) limit in any manner any indemnification provided by the servicer to the Trustee under the relevant Pooling and Servicing Agreement, or (ii) be construed to grant the attorney-in-fact the power to initiate or defend any suit, litigation or proceeding in the name of the Trustee, except as specifically provided for herein. If the attorney-in-fact receives any notice of suit, litigation or proceeding in the name of the Trustee, then such attorney-in-fact shall promptly forward a copy of same to the Trustee.

This Limited Power of Attorney is not intended to extend the powers granted to the attorney-in-fact under the relevant Pooling and Servicing Agreement or to allow the attorney-in-fact to take any action with respect to any REO property not authorized by the relevant Pooling and Servicing Agreement.

IN WITNESS WHEREOF, the Trustee has caused these presents to be signed in its name by its undersigned officers, and its seal affixed on Oct 02 2001.

BANKERS TRUST COMPANY OF CALIFORNIA, N.A.

Attest: 
Name: **Andrew D. Hays**
Title: **Associate**

By: 
Name: **David Co**
Title: _____ Vice President

{Corporate Seal}

Witness: 
Barbara Campbell

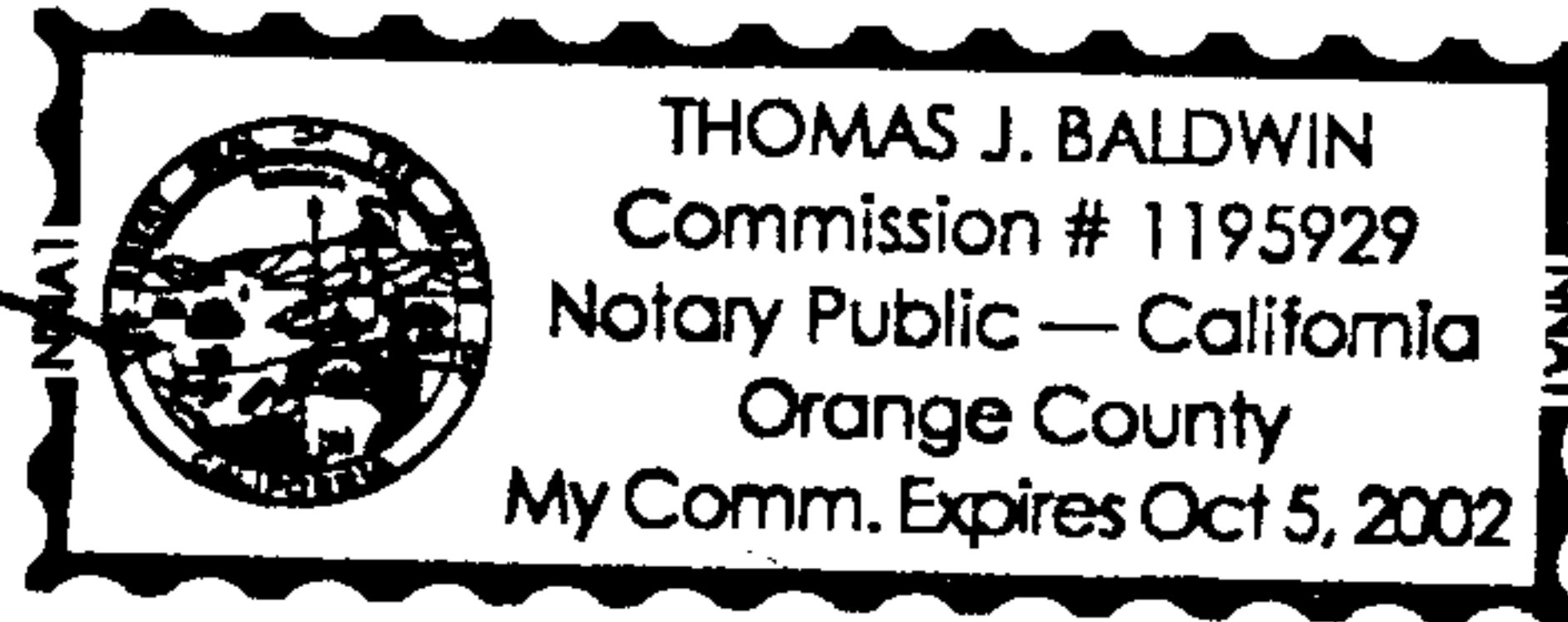
Witness: 
Grace Lee Avery

State of California :
County of Orange : ss.

On OCT 02 2001, before me, the undersigned, a Notary in and for the State and County aforesaid, personally appeared Bankers Trust Company of California, N.A., by David Co, its _____ Vice President, and acknowledged the execution of the foregoing instrument.

WITNESS my hand and official seal.

Notary: [Signature]
My Commission Expires: _____



**Bankers Trust -- United Companies Securities
Limited Power of Attorney**

EXHIBIT 1

CUSTODIAN	TRUST LANGUAGE
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1997-A1, created pursuant to a Pooling and Servicing Agreement, dated as of March 1, 1997, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1997-A2, created pursuant to a Pooling and Servicing Agreement, dated as of March 1, 1997, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1997-B, created pursuant to a Pooling and Servicing Agreement, dated as of June 1, 1997, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1997-C, created pursuant to a Pooling and Servicing Agreement, dated as of September 1, 1997, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1997-D, created pursuant to a Pooling and Servicing Agreement, dated as of December 1, 1997, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1998-A, created pursuant to a Pooling and Servicing Agreement, dated as of March 1, 1998, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Home Equity Loan Owner Trust 1998-AA, created pursuant to a Trust Agreement, dated as of March 1, 1998, between UCFC Acceptance Corporation, as depositor, and Wilmington Trust Company, as owner trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1998-B, created pursuant to a Pooling and Servicing Agreement, dated as of June 1, 1998, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Home Equity Loan Owner Trust 1998-BA, created pursuant to a Trust Agreement, dated as of September 1, 1998, between UCFC Acceptance Corporation, as depositor, and Wilmington Trust Company, as owner trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1998-C, created pursuant to a Pooling and Servicing Agreement, dated as of September 1, 1998, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1998-D, created pursuant to a Pooling and Servicing Agreement, dated as of December 20, 1998, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, EMC Mortgage Corporation, as substitute servicer, UCFC Home Equity Loan Owner Trust 1998-MS2, as Seller, and Bankers Trust Company of California, N.A., as trustee

EXHIBIT 1

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Page 2 of 3

**Bankers Trust -- United Companies Securitization
Limited Power of Attorney**

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Shelby Cnty Judge of Probate, AL
06/07/2002 16:01:00 FILED/CERTIFIED

CUSTODIAN	TRUST LANGUAGE
Bankers Trust Company of California, N.A.	Equicon Loan Trust 1992-3, created pursuant to a Master Trust Agreement, between Cargill Financial Services Corporation, as sponsor, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	Equicon Loan Trust 1992-7, created pursuant to a Pooling and Servicing Agreement, dated as of September 1, 1992, among Cargill Financial Services Corporation, as sponsor, United Companies Funding Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	Equicon Loan Trust 1993-1, created pursuant to a Pooling and Servicing Agreement, dated as of February 1, 1993, among Cargill Financial Services Corporation, as sponsor, United Companies Funding Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1993-B1, created pursuant to a Pooling and Servicing Agreement, dated as of June 1, 1993, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1993-B2, created pursuant to a Pooling and Servicing Agreement, dated as of June 1, 1993, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1993-C, created pursuant to a Pooling and Servicing Agreement, dated as of August 1, 1993, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1993-D1, created pursuant to a Pooling and Servicing Agreement, dated as of November 1, 1993, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1993-D2, created pursuant to a Pooling and Servicing Agreement, dated as of November 1, 1993, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-A, created pursuant to a Pooling and Servicing Agreement, dated as of February 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-B1, created pursuant to a Pooling and Servicing Agreement, dated as of May 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-B2, created pursuant to a Pooling and Servicing Agreement, dated as of May 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-C1, created pursuant to a Pooling and Servicing Agreement, dated as of September 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-C2, created pursuant to a Pooling and Servicing Agreement, dated as of September 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1994-D, created pursuant to a Pooling and Servicing Agreement, dated as of December 1, 1994, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.
Bankers Trust Company of California, N.A.	UCFC Loan Trust 1995-A1, created pursuant to a Pooling and Servicing Agreement, dated as of March 1, 1995, among UCFC Acceptance Corporation, as depositor, United Companies Lending Corporation, as servicer, and Bankers Trust Company of California, N.A., as trustee.