



20040719000398770 Pg 1/4 17.00  
Shelby Cnty Judge of Probate, AL  
07/19/2004 12:20:00 FILED/CERTIFIED

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SPACE ABOVE THIS LINE FOR RECORDER'S ONLY

**AND WHEN RECORDED MAIL TO:**  
T.D. SERVICE COMPANY  
1820 E. FIRST STREET, STE# 300  
SANTA ANA CA 92705  
ATTN: CARL BATTS

**SPECIAL AND LIMITED POWER OF ATTORNEY**  
**IN FAVOR OF T.D. SERVICE COMPANY**  
TITLE OF DOCUMENT

STATE: *AL* COUNTY: *Shelby*

**SPECIAL AND LIMITED POWER OF ATTORNEY  
IN FAVOR OF T.D. SERVICE COMPANY**

**MAY 3, 2004**

KNOW ALL MEN BY THESE PRESENTS:

Reference is hereby made to certain accounts (the "Accounts") for which certain document retrieval and/or satisfaction obligations have been assigned to T.D. Service Company pursuant to that Agreement for Services - Revised, dated as of March 8, 2004 (as amended, restated, supplemented or otherwise modified from time to time, the "Agreement") between T.D. Service Company, a California corporation ("TDSC") and Fairbanks Capital Corp., a Utah corporation ("Fairbanks").

The undersigned does hereby appoint as attorney-in-fact, those individuals designated as Servicing Officers by a corporate vote or resolution of TDSC (such individuals are hereinafter referred to collectively as "Attorneys-in-Fact" and individually as an "Attorney-in-Fact"), and each of them individually shall be considered a true and lawful attorney-in-fact for Fairbanks, but only for the purposes set forth herein. The undersigned hereby authorizes and empowers each such Attorney-in-Fact, to the extent enumerated in the Agreement, for and in the name of and on behalf of Fairbanks, with respect to the Accounts, for the benefit of the Fairbanks:

(a) to make, execute, acknowledge, swear to, record, publish, file, procure or repair any agreement, document, certificate, instrument, file or other paper that pertains to the Accounts, including, without limitation, to endorse checks and promissory notes, to execute assignments and releases of loans or liens and other instruments, documents and papers, to possess and procure all lender, collateral, correspondent or business files which pertain to the Accounts, to dispense with the same and the proceeds thereof all in accordance with and subject to the terms of any rights, assignments, collection agreements, servicing agreements, powers of attorney agreements or other agreements with respect to which Fairbanks is or was a direct or indirect party or beneficiary; *\*Real property*

(b) to endorse, execute or deliver any or all instruments of satisfaction or cancellation or of partial or full release or discharge, and all other comparable instruments, including, without limitation, the recording or filing with the appropriate public officials such documents or instruments.

This instrument is to be construed and interpreted as a Special and Limited Power of Attorney regarding an Account. The enumeration of specific items, acts, rights and powers is not intended to, nor does it give rise to and it is not to be construed as a general power of attorney, or an expansion of the rights, powers and limitations thereon set forth in the Agreement.

The rights, powers and authority of the Attorneys-in-Fact of Fairbanks under this Special and Limited Power of Attorney shall commence on the date of execution hereof and shall remain in full force and effect as a limited and revocable power of attorney which may be revoked at any time in writing by Fairbanks.

IN WITNESS WHEREOF, Fairbanks and TDSC have caused to be signed by duly authorized officers, this Special and Limited Power of Attorney effective as of the date set forth above.

FAIRBANKS CAPITAL CORP.

By: *Gregory E. Harmer*  
Name: Gregory E. Harmer  
Title: Executive Vice President

WITNESS:

*Cori Garrett*  
Name: Cori Garrett

WITNESS:

*Diana Lowery*  
Name: Diana Lowery

Acknowledged and Agreed by:

T.D. Service Company

By: Julie M. Kidder

Name: Julie M. Kidder

Title: Vice President

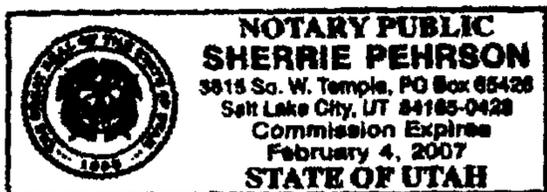
STATE OF UTAH

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COUNTY OF SALT LAKE

On May 3, 2004, before me, the undersigned, a Notary Public in and for said state, personally appeared Gregory E. Harmer, personally known to me to be the person whose name is subscribed to the within instrument and to be a duly authorized and acting Executive Vice President of Fairbanks Capital Corp., and such person acknowledged to me that such person executed the within instrument in such person's authorized capacity as a Executive Vice President of Fairbanks Capital Corp., and that by such signature on the within instrument the entity upon behalf of which such person acted executed the instrument.

WITNESS my hand and official seal.



Sherrie Pehrson  
Notary Public

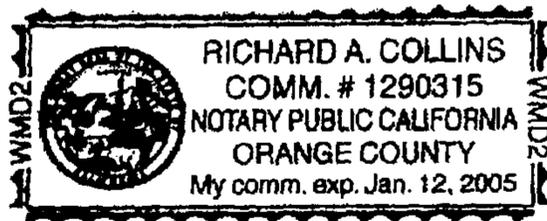
STATE OF CALIFORNIA

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COUNTY OF

On May 3 rd, 2004, before me, the undersigned, a Notary Public in and for said state, personally appeared Julie M. Kidder personally known to me to be the person whose name is subscribed to the within instrument and to be a duly authorized and acting Vice President of T.D. Service Company, and such person acknowledged to me that such person executed the within instrument in such person's authorized capacity as a Vice President of T.D. Service Company, and that by such signature on the within instrument the entity upon behalf of which such person acted executed the instrument.

WITNESS my hand and official seal.



Richard A. Collins  
Notary Public  
Richard A. Collins

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Shelby Cnty Judge of Probate, AL  
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I CERTIFY THAT, IF THIS SEAL IS AFFIXED  
IN PURPLE INK, THIS IS A TRUE AND  
CORRECT COPY OF THE PERMANENT RECORD  
FILED OR RECORDED IN THIS OFFICE.

DATE JUN 23 2004 FEE 4-



COUNTY-CLERK RECORDER

*Tom Daily*

ORANGE COUNTY STATE OF CALIFORNIA