

**LIMITED POWER OF ATTORNEY
UNDER PURCHASE AND ASSUMPTION AGREEMENT**

Prepared by:

Poyner & Spruill LLP
3600 Glenwood Avenue
Raleigh, North Carolina 27612
Attention: William S. Cherry, Jr.

After Recording Return to:

Poyner & Spruill LLP
3600 Glenwood Avenue
Raleigh, North Carolina 27612
Attention: William S. Cherry, Jr.

REGIONS BANK, an Alabama banking corporation and successor by merger to AmSouth Bank, having its principal office in Birmingham, Alabama and a mailing address of 417 North 20th Street, Birmingham, Alabama 35203 ("Seller"), hereby irrevocably constitutes and appoints the individuals listed on Exhibit A hereto, each a resident of North Carolina and each having a mailing address of c/o Poyner & Spruill LLP, 3600 Glenwood Avenue, Raleigh, North Carolina 27612 (each, individually, an "Attorney in Fact" and collectively the "Attorneys in Fact"), its true and lawful attorneys in fact and agents, with full power of substitution, for it and in its stead, to execute, endorse and act upon as necessary, any mortgage assignments as necessary to effect the assignment and recordation of the loans and mortgages assigned from Seller to RBC Centura Bank, a North Carolina banking corporation ("Purchaser") pursuant to that certain Purchase and Assumption Agreement (the "Agreement"), dated as of November 1, 2006, between Seller and Purchaser.

No person who may have dealings with any Attorney in Fact shall be under any duty to notice, or to inquire into, the actual power or authority to do anything which the aforesaid attorney may undertake to do in an effort to exercise any power herein conferred. The powers herein conferred shall remain in full force and effect until notice to the contrary comes to the actual attention of the person or entity with whom aforesaid attorney may deal. Any person dealing hereunder with any Attorney in Fact respecting any matter hereunder may rely conclusively, and shall be fully protected in relying upon any certificate or representation made by such Attorney in Fact at the time of such dealing, and stating that this power of attorney is then in full force and effect. This power of attorney shall not be affected by any liquidation or dissolution of the undersigned.

Notwithstanding the foregoing, the appointment herein made and the power to act hereunder shall be limited so that any actions taken hereunder must be consistent with the terms of the Agreement, and the power granted hereunder shall be limited by the terms of the Agreement. This power of attorney is coupled with an interest.

[Signature Page Follows]



20071128000540320 2/4 \$20.00
Shelby Cnty Judge of Probate, AL
11/28/2007 10:40:59AM FILED/CERT


IN WITNESS WHEREOF, Seller has caused this power of attorney to be executed by its duly authorized officer at Birmingham, Alabama this 9th day of March, 2007.

Signed, sealed and delivered
in the presence of:

Leigh A. Honeycutt
Name: Leigh A Honeycutt
Its: Associate

REGIONS BANK
By Gail W. Stevens
Name: Gail W. Stevens
Its: SVP

STATE OF ALABAMA)
:
JEFFERSON COUNTY)


20071128000540320 3/4 \$20.00
Shelby Cnty Judge of Probate, AL
11/28/2007 10:40:59AM FILED/CERT

I, the undersigned, a notary public in and for said county in said state, hereby certify that Gail W. Stevens, whose name as Senior Vice President of Regions Bank, an Alabama banking corporation, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, s/he, as such officer and with full authority, executed the same voluntarily for and as the act of said banking corporation.

Given under my hand and official seal this 9th day of November, 2007.

Michelle A. Bridges
Notary Public

[NOTARIAL SEAL]

My commission expires: _____

MICHELLE A. BRIDGES
NOTARY PUBLIC - ALABAMA STATE AT LARGE
MY COMMISSION EXPIRES AUGUST 4, 2009

Exhibit A

Attorneys in Fact

Carolyn V. Blanchard
William S. Cherry, Jr.
Tarin M. Clark
Rachel M. Clarke
Sandra T. Cooke
Brian F. Corbett
Glenda R. Currin
Joseph B. Dempster, Jr.
Patricia Ducharme
Siobhan E. Erceg
Lynne K. Fish
Lori A. Ham
Christine L. Hood
Brigitta H. Ingalls
Debra A. Leach
Deanna L. Lucas
Kristina A. Meadows
Sara C. Moerbe
Tia S. Phillips
Elizabeth M. Narron
Christopher H. Roede
Linda C. Rose
E. Bardin Simmons, Jr.
Sarah A. Stutts
Sandra T. Waller



20071128000540320 4/4 \$20.00
Shelby Cnty Judge of Probate, AL
11/28/2007 10:40:59AM FILED/CERT