

RECORD AND RETURN
BAC HOME LOANS - REM ESCROW
2375 N. GLENVILLE DRIVE
MAIL CODE: TX2-983-01-01
RICHARDSON, TX 75082
ATTN: Valinda Pickens

RECORDING REQUESTED BY:

BAC Home Loans Servicing, LP
1800 Tapo Canyon SV2-88
Simi Valley 93063
Attention: Document Procurement

SPACE ABOVE THIS LINE FOR RECORDER'S USE

LIMITED POWER OF ATTORNEY

U.S. Bank National Association, as Trustee, 60 Livingston Avenue, EP-MN-WS3D, St. Paul, MN 55107 hereby constitutes and appoints **BAC Home Loans Servicing, LP**, ("Servicer"), and in its name, aforesaid Attorney-In-Fact, by and through any officer appointed by the Board of Directors of Servicer, to execute and acknowledge in writing or by facsimile stamp all documents customarily and reasonably necessary and appropriate for the tasks described in the items (1) through (4) below; provided however, that the documents described below may only be executed and delivered by such Attorneys-In-Fact if such documents are required or permitted under the terms of the related servicing agreement, and no power is granted hereunder to take any action that would be adverse to the interests of U.S. Bank National Association. This Limited Power of Attorney is being issued in connection with Servicer's responsibilities to service certain mortgage loans (the "Loans") held by U.S. Bank National Association, as Trustee. These Loans are comprised of Mortgages, Deeds of Trust, Deeds to Secure Debt and other forms of Security instruments (collectively the "Security Instruments") and the Notes secured thereby.

1. Demand, sue for, recover, collect and receive each and every sum of money, debt, account and interest (which now is, or hereafter shall become due and payable) belonging to or claimed by U.S. Bank National Association, as Trustee, and to use or take any lawful means for recovery by legal process or otherwise.
2. Transact business of any kind regarding the Loans, and obtain an interest therein and/or building thereon, as U.S. Bank National Association, as Trustee's act and deed, to contact for, purchase, receive and take possession and evidence of title in and to the property and/or to secure payment of a promissory note or performance of any obligation or agreement.
3. Execute bonds, notes, mortgages, deeds of trust and other contracts, agreements and instruments regarding the Borrowers and/or the Property, including but not limited to the execution of releases, satisfactions, assignments, and other instruments pertaining to mortgages or deeds of trust, and execution of deeds and associated instruments, if any, conveying the Property, in the interest of U.S. Bank National Association, as Trustee.
4. Endorse on behalf of the undersigned all checks, drafts and/or other negotiable instruments made payable to the undersigned.

Servicer hereby agrees to indemnify and hold U.S. Bank National Association, as Trustee, and its directors, officers, employees and agents harmless from and against any and all liabilities, obligations, losses, damages, penalties, actions, judgments, suits, costs, expenses or disbursements of any kind or nature whatsoever incurred by reason or result of the exercise by the Servicer of the powers specifically granted to it under the related servicing agreements. The foregoing indemnity shall survive the termination of this Limited Power of Attorney and the related servicing agreements or the earlier resignation or removal of U.S. Bank National Association, as Trustee under the related servicing agreements.

Witness my hand and seal this 5th day of May, 2009.

U.S. Bank National Association, as
Trustee

NO CORPORATE SEAL

Tc
Witness: Tanveer Ashraf

By: Shannon M. Rantz
Shannon M. Rantz, Vice President

Susan Kranz
Witness: Susan Kranz

By: Brian Giel
Brian Giel, Assistant Vice President

Derek Klein
Attest: Derek Klein, Assistant Vice President

ACKNOWLEDGMENT

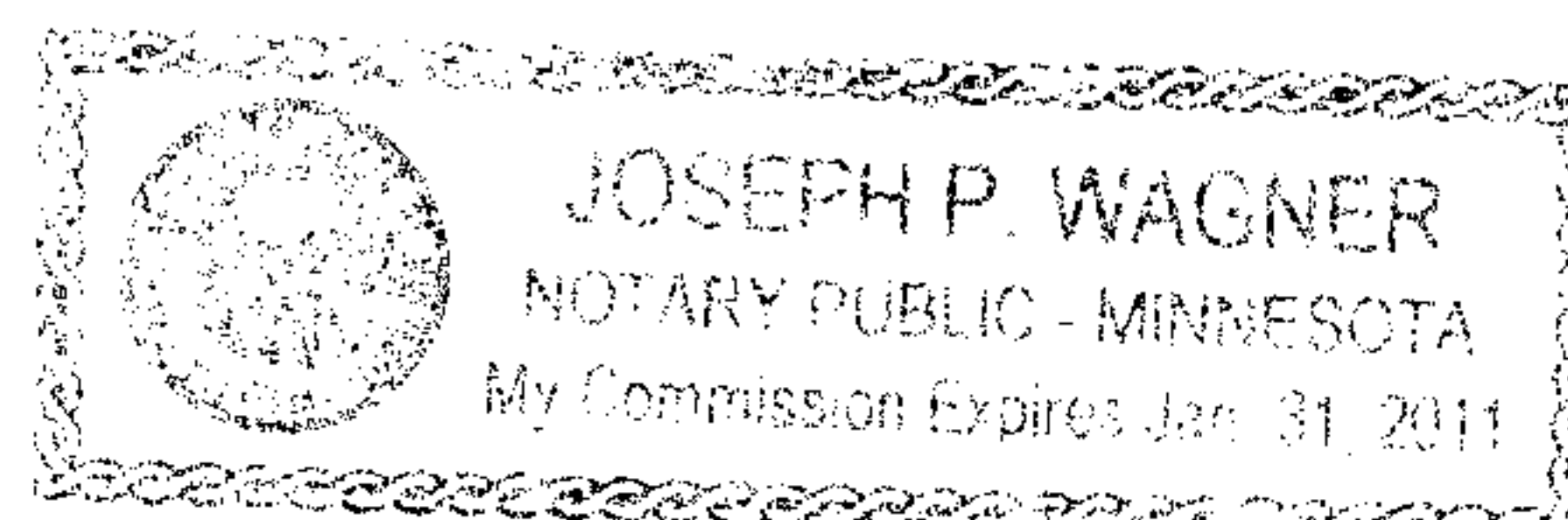
State of Minnesota

County of Ramsey

On this 5th day of May, 2009, before me, the undersigned, a Notary Public in and for said County and State, personally appeared the following officers of U.S. Bank National Association Shannon M. Rantz as Vice President, Brian Giel as Assistant Vice President and Derek Klein as Assistant Vice President, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons who executed the within instrument on behalf of U.S. Bank National Association, a national banking association, and acknowledged to me that such national banking association executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

Signature: Joseph P. Wagner
Joseph P. Wagner



My commission expires: 1/31/2011