

20100816000261390 1/5 \$47.00
Shelby Cnty Judge of Probate, AL
08/16/2010 01:51:07 PM FILED/CERT

SPACE ABOVE FOR RECORDER'S USE ONLY

LIMITED POWER OF ATTORNEY

Title of Document

Mail Recorded document to:
SPZ INC.
1486 COLORADO BLVD.
LOS ANGELES CA 90041
ATTN: PHIL DIPRIMA

Document Prepared by:
EDGAR PEVSNER
FDIC
IRVINE WCTSO

THIS COVER SHEET ADDED TO PROVIDE ADEQUATE SPACE FOR RECORDING INFORMATION
(\$3.00 Additional Recording Fee Applies)

PLEASE COMPLETE THIS INFORMATION

RECORDING REQUESTED BY:

Recorded In Official Records, Orange County

Tom Daly, Clerk-Recorder



12.00

2009000684877 10:39am 12/22/09

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AND WHEN RECORDED MAIL TO:

AFTER RECORDING PLEASE

RETURN TO: FDIC

Attn: Natalie Jones

40 Pacifica

Irvine CA 92618



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LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the FEDERAL DEPOSIT INSURANCE CORPORATION, a corporation organized and existing under an Act of Congress, hereafter called the "FDIC", hereby designates the individual(s) of City National Bank, set out below (the "Attorney(s)-in-Fact") for the sole purpose of executing the documents outlined below:

Michael Cahill
Brian Fitzmaurice
Greg Meis
Harry Topping
Richard Shier
Ron Kiefer
John Robinson
Chris Vaca
Rajan Ramachandran
Azar Falsafi
Sylvia Williams
Sheira Smith
Gary Samuels
Arthur Spence
Jean Cooper
Chris Carlson
Jayne Geisler
Sherrill Johnson
Neil Martin
Diane Baxa
Dean Puretz
Bill Souza
Peter Hebert
Sue McGovney

WHEREAS, the undersigned has full authority to execute this instrument on behalf of the FDIC under applicable Resolutions of the FDIC's Board of Directors and redelegations thereof.

Limited Power of Attorney

City National Bank

Prepared by Edgar Pevsner, Federal Deposit Insurance Corporation, Irvine WCTSO

Page 1 of 3

December, 2009

NOW THEREFORE, the FDIC grants to the above-named Attorney(s)-in-Fact the authority, subject to the limitations herein, as follows:

1. To execute, acknowledge, seal and deliver on behalf of the FDIC as Receiver of Imperial Capital Bank of La Jolla, California, all instruments of transfer and conveyance, including but not limited to deeds, assignments, satisfactions, and lien releases, appropriately completed, with all ordinary or necessary endorsements, acknowledgments, affidavits and supporting documents as may be necessary or appropriate to evidence the sale and transfer of any asset of Imperial Capital Bank of La Jolla, California, including all loans held by Imperial Capital Bank of La Jolla, California to City National Bank pursuant to that certain Purchase and Assumption Agreement, dated as of December 18, 2009 between FDIC as Receiver of Imperial Capital Bank of La Jolla, California and City National Bank.

The form which the Attorney(s)-in-Fact shall use for endorsing promissory notes or preparing allonges to promissory notes is as follows:

Pay to the order of

Without Recourse

FEDERAL DEPOSIT INSURANCE CORPORATION as
Receiver for Imperial Capital Bank of La Jolla, California

By: _____

Name: _____

Title: Attorney-in-Fact

All other documents of assignment, conveyance or transfer shall contain this sentence: "This assignment is made without recourse, representation or warranty, express or implied, by the FDIC in its corporate capacity or as Receiver."

2. FDIC further grants to each Attorney-in-Fact full power and authority to do and perform all acts necessary to carry into effect the powers granted by this Limited Power of Attorney as fully as FDIC 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.

This Limited Power of Attorney shall be effective from December 21, 2009 and shall continue in full force and effect through December 21, 2010, unless otherwise terminated by an official of the FDIC authorized to do so by the Board of Directors ("Revocation"). At such time this Limited Power of Attorney will be automatically revoked. Any third party may rely upon this document as the named individual(s)' authority to continue to exercise the powers herein granted unless a Revocation has been recorded in the public records of the jurisdiction where this Limited Power of Attorney has been recorded, or unless a third party has received actual notice of a Revocation.

IN WITNESS WHEREOF, the FDIC, by its duly authorized officer empowered by appropriate resolution of its Board of Directors, has caused these presents to be subscribed in its name this 22 day of DECEMBER 2009.

FEDERAL DEPOSIT INSURANCE CORPORATION

By: [Signature]
Name: Gary K. Uchino
Title: Manager of Customer Service
Irvine West Coast Temporary Satellite Office

Signed in the presence of:

Witness
Name: _____

Witness
Name: _____

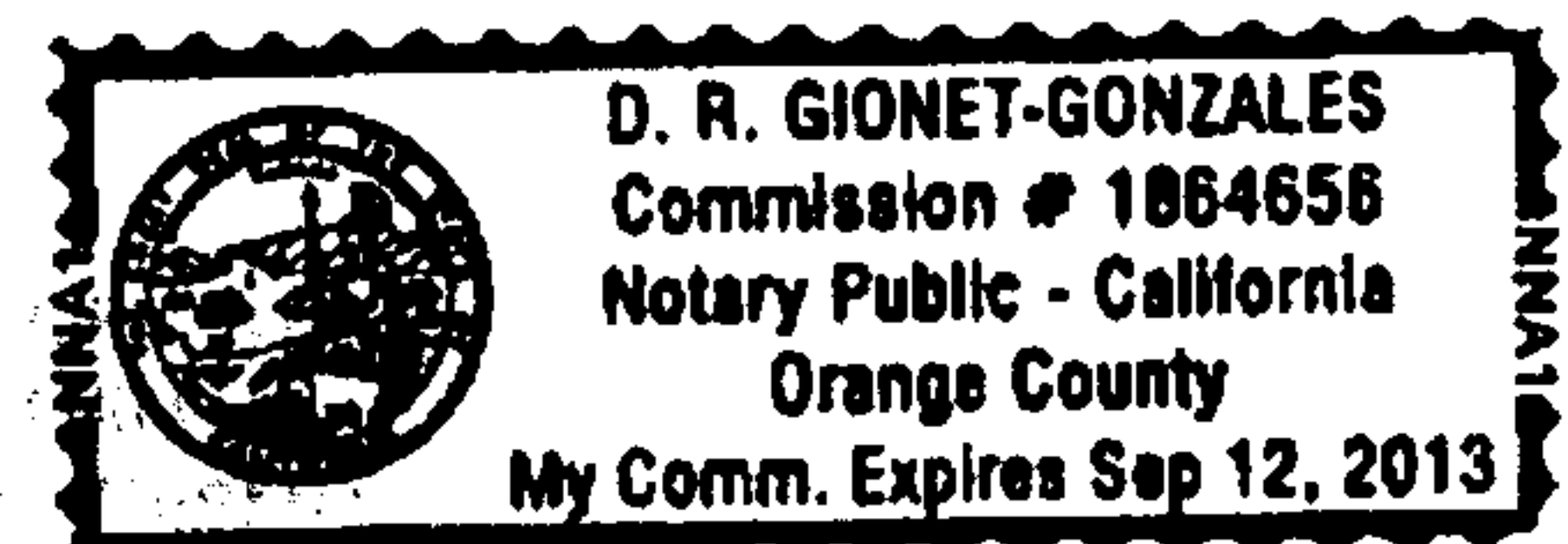
**STATE OF CALIFORNIA
COUNTY OF ORANGE**

On December 22, 2009, before me, D.R. Gionet-Gonzales, Notary Public,
_____ personally appeared Gary K. Uchino, who proved to me on the basis of satisfactory evidence 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, and that by his signature on the instrument the person, or the entity upon behalf of which the person acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct

WITNESS my hand and official seal.

Signature [Signature] (Seal)



Limited Power of Attorney
City National Bank
Prepared by Edgar Pevsner, Federal Deposit Insurance Corporation, Irvine WCTSO



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THIS IS A TRUE CERTIFIED COPY OF THE
RECORD IF IT BEARS THE SEAL,
IMPRINTED IN PURPLE, OF THE ORANGE
COUNTY CLERK-RECORDER.

DATE: 4-19-10

CERTIFICATION FEE: 4-



COUNTY CLERK-RECORDER

Tom Daley

ORANGE COUNTY
STATE OF CALIFORNIA