

LIMITED POWER OF ATTORNEY

Prepared by and return to:

E. Bardin Simmons, Jr.

Poyner Spruill LLP

301 Fayetteville Street, Suite 1900

Raleigh, North Carolina 27601

RBC Bank (USA), a North Carolina banking corporation, having an address of 301 Fayetteville Street, Suite 1400, Raleigh, North Carolina, Attention: Legal Department ("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, 301 Fayetteville Street, Suite 1900, Raleigh, North Carolina 27601 (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 Bank (Georgia), National Association, a national banking association ("Purchaser") pursuant to that certain Purchase and Assumption Agreement (the "Agreement"), dated as of October 5, 2011, 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]



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 Shelby Cnty Judge of Probate, AL
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IN WITNESS WHEREOF, Seller has caused this Limited Power of Attorney to be executed by its duly authorized officer this 15th day of December, 2011.

Signed, sealed and delivered
 in the presence of:

Chauntele Holley
 Name: Chauntele Holley

Ruby G. Altizer
 Name: Ruby G. Altizer

RBC BANK (USA)

By: Lucy Rose
 Name: Lucy Rose
 Its: Vice President

STATE OF NORTH CAROLINA)

COUNTY OF WAKE)

The foregoing instrument was acknowledged before me this 15th day of December, 2011, by Lucy Rose, as Vice President of RBC BANK (USA), a North Carolina banking corporation, on behalf of the banking corporation.

RUBY G. ALTIZER
 NOTARY PUBLIC
 DURHAM COUNTY, NC

Ruby G. Altizer
 Signature

Ruby G. Altizer
 Notary Public

[SEAL]

My Commission Expires: 04/16/2016

Exhibit A

Attorneys in Fact

Shelia Bailey
Carolyn V. Blanchard
Karen Bowman
William S. Cherry, Jr.
Tarin M. Johnson
Rachel M. Clarke
Sandra T. Cooke
Brian F. Corbett
Cheryl L. Denning
Patricia Ducharme
Sherrie A. Dunning
Roberta M. Filip
Lynne K. Fish
Suzanne R. Griffin
Christine L. Hood
Joanna King
Debra A. Leach
M. Kathryn Lowell
Deanna L. Lucas
Sara C. Moerbe
Rhonda C. Moore
Christopher H. Roede
Linda C. Rose
Stephanie L. Sanders
E. Bardin Simmons, Jr.
Evon Weston
Kelly S. Williams