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BOOK 103 PAGE 465

FILED FOR RECORD
SEAMAN'S WASH
BY SECURITY PACIFIC
MORTGAGE CORP

Dec 1 4 27 PM '86

AUDITOR
GARY H. OLSON

RECORDING REQUESTED BY
WHEN RECORDED MAIL TO

Merna Cudley
Fleet Real Estate Funding Corp.
P. O. Box 2450
Denver, Colorado 80201

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS:

That the undersigned, Security Pacific Mortgage Corporation, a Delaware corporation, hereinafter called Principal, does hereby constitute and appoint:

The individuals named on Exhibit A attached hereto and incorporated herein by this reference,

hereinafter termed Attorneys and each of them a true and lawful Attorney for the Principal and hereby authorizes and empowers each Attorney, for and in the name and stead of the Principal, but for the benefit of Fleet Real Estate Funding Corp, a South Carolina corporation, hereinafter called Purchaser, to endorse or assign, without recourse to Purchaser any and all (i) loans and (ii) fee simple interest in real estate assigned to Purchaser pursuant to the terms of an Instrument of Transfer dated November 6, 1986, by Principal, including loan accounts, indebtedness, secured and unsecured, claims, choses in action, bills of sale, chattel mortgages, mortgages, deeds, deeds of trust, liens, pledges, and other instruments and security of every kind and nature in any way pledged, assigned, mortgaged, or hypothecated to the Principal as security for or in any manner securing or collateral to any of such loans, and all other property of every kind described in such agreement, and to execute, acknowledge, and deliver any and all assignments or other instruments in writing which may be necessary or appropriate in order to carry the foregoing powers into effect, including without limitation the recording with appropriate public officials of such endorsement or assignment to the Purchaser, and to release upon satisfaction real property subject to any such mortgage.

Registered
by
the
Recorder
of
Deeds
for
the
County
of
Denver
State
of
Colorado
on
Dec 1 1986

Such Attorneys shall have the power to name, by written instrument, such substitute attorneys, with all powers hereunder, as such Attorneys shall deem proper.

IN WITNESS WHEREOF, the Principal has caused this instrument to be signed by its duly authorized officers on this 5th day of November, 1986.

WITNESSES

Don H. Hodel
Michael J. Hodel

SECURITY PACIFIC MORTGAGE CORPORATION

By: *Richard L. Solheim*
Title: President

By: *Jean H. Alperstein*
Title: Senior Vice President

STATE OF COLORADO

COUNTY OF DENVER

The foregoing instrument was acknowledged before me on this 5th day of November, 1986 by Richard L. Solheim as President and Jean H. Alperstein as Senior Vice President, of Security Pacific Mortgage Corporation.

Witness my hand and official seal.

Signature

Merna R. Cuddey
Notary Public

My Commission expires My Commission Expires July 23, 1988

EXHIBIT "A"

Richard L. Solheim
 Dennis H. Hedrick
 Frank Burns
 E. Ann Krueger
 Charlene Ostowick
 Richard Barnes
 Merna R. Cudley
 Beverly Hemion
 Irene LaPolice
 Gary L. Ritchie
 Rebecca Wiles
 Jeffra Davey
 Sue Herrington
 Kimberly Johnson
 Caroline Wahlburg
 Richard R. Pannone
 Chad Gaddy
 H. Jackson Upchurch
 Albert Cowart
 James Dodd
 John Edwards, Sr.
 Jules Harlicka
 Paul Martin
 Glenn Meetze
 Carolyn Reeves
 Arthur Stout
 Faye Faulkner-Lands
 H. Jefferson Hughes
 Janis Peterson
 Catherine Sandifer
 Marcy Wolpert
 Eric Cassell
 Johnnie Taylor
 Linda Carman

Michael J. Heid
 James S. Gorringer
 Janet Hoffman
 Julie Marr
 Marjorie Vojta
 Thomas Clapp
 Fred Friedman
 Fred Keen
 Karen Morehart
 Martha M. Sargent
 Kenneth Zener
 Ronald Evans
 Lyda Hilbert
 Cheryl Kreutzer
 Terrence J. Murray
 William C. Mutterperl
 Robert S. Johns
 Dottie Bateman
 E. Patrick Cutler
 Dennis Dorman
 E. Garland Faison, III
 Robert Hukill, Jr.
 Jay McGirt
 Walter, Morris, Jr.
 Fred Ross, Jr.
 Dorothy Downey
 Ann Fore
 Barbara Kidd
 Billy Putnam
 Eric Stewart
 Samuel Allen
 Judy Potts
 Dorothy Windham
 Cathy Corley

Jean H. Alperstein
 Terri Bryan
 Wally Kanowitz
 Marcia Martinez
 Robert Warrender
 Jeff Clark
 Maria Goldman
 Jeffrey P. King
 Melody Rintala
 Iris Sutton
 Colleen Kent
 Jeannette Ficco
 Betty Holland
 Mary E. Shaffer
 Andrew D. Woodward, Jr.
 Robert W. Fidler
 James Seale
 Gary Bettin
 Thomas Dennard
 Richard Duncan
 Rodney Gardner
 Patsy Lee
 Gary McGlaughlin
 Donald Oliver
 John Seastrunk
 Anne Eckert
 Vicki Harrington
 Andrew Lewis, III
 Jacqueline Sadler
 Karen Stroud
 Brenda Bass
 Sara Sandifer