

THE STATE OF TEXAS
COUNTY OF TRAVIS

MAR 7 2 47 PM '96

KNOW ALL MEN BY THESE PRESENTS

§
BK 70 PG 779
W.E. DAVIS CH. CLK.

THAT, the undersigned, as Vice President of the Farm Credit Bank of Texas, and on its behalf, pursuant to Article VII, of the By-Laws of the Farm Credit Bank of Texas, has made, constituted and appointed Joseph L. Hill of Tate County, Mississippi, Vice President of the Federal Land Bank Association of North Mississippi, as the true and lawful agent and attorney-in-fact for the Farm Credit Bank of Texas, (hereinafter referred to as "BANK") and in its name, place and stead, with the authority herein provided, to enter into, execute and deliver on behalf of the Farm Credit Bank of Texas the following instruments and documents:

- (1) Upon receipt of the principal and interest and all other amounts owing to said BANK under any notes, debts, or other evidence of indebtedness now or hereafter held by BANK, secured by deed of trust liens, vendor's liens, mortgages or any other liens, as shown of record in the office of the Chancery Clerk of Benton County; DeSoto County; Lafayette County; Marshall County; 1st Judicial District of Panola County; 2nd Judicial District of Panola County; Tate County; 1st Judicial District of Yalobusha County and 2nd Judicial District of Yalobusha County, Mississippi, and in receipt thereof to execute and acknowledge good and sufficient releases in discharge or satisfaction of the said notes, deeds of trust, vendor's liens, mortgages or other liens;
- (2) Any and all partial releases from notes, deeds of trusts, vendor's liens, mortgages or any other liens now or hereafter held by the BANK;
- (3) Any and all Subordinations of said deeds of trust, vendor's liens, mortgages or any other liens now or hereafter held by the BANK;
- (4) Any and all other documents required to be executed by said BANK, including but not limited to Severance Agreements; Mortgagee's Waivers; Division Orders; Transfer Orders; and Releases, Extensions, Terminations or Amendments of Financing Statements.

The undersigned agrees and represents to those dealing with said agent and attorney-in-fact that this power of attorney may be voluntarily revoked only by written revocation entered of record in the office of the Chancery Clerk of Benton County; DeSoto County; Lafayette County; Marshall County; 1st Judicial District of Panola County; 2nd Judicial District of Panola County; Tate County; 1st Judicial District of Yalobusha County and 2nd Judicial District of Yalobusha County, Mississippi, and further that this power shall terminate upon the death or incapacity of the said Joseph L. Hill or upon the resignation of the said Joseph L. Hill from employment by the Federal Land Bank Association of North Mississippi or at such time that he no longer occupies the position of Vice President of the Federal Land Bank Association of North Mississippi.

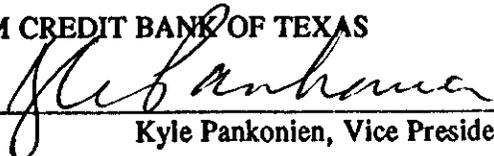
THAT, neither the Seal of the Bank nor the attestation by its Secretary or Assistant Secretary shall be required on any of the foregoing documents executed by the said Joseph L. Hill. Each and every act, matter and thing which shall be given, made and done by or in connection with the exercise of any or all of the aforesaid powers shall be as good, valid and effectual as if done by the Farm Credit Bank of Texas in its corporate person by its duly authorized officers, and persons relying upon any document executed by said agent and attorney-in-fact under the aforesaid powers need not require proof that the verification of the amounts due BANK has been made, and otherwise may rely upon same as fully as if done by the Farm Credit Bank of Texas.

This power may not be assigned nor may said agent and attorney-in-fact substitute any other in his place or stead.

The Farm Credit Bank of Texas has executed this instrument on this the 9 th day of February, 1996.

FARM CREDIT BANK OF TEXAS

By

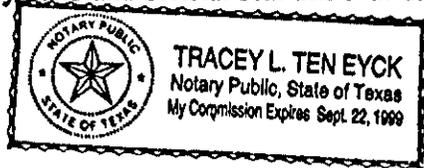

Kyle Pankonien, Vice President

THE STATE OF TEXAS §
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COUNTY OF TRAVIS §

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Kyle Pankonien whose name as Vice President of the Farm Credit Bank of Texas, a federally chartered corporate instrumentality, 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 the instrument, he as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal this 9 th day of February, 1996.

(SEAL)



Tracey L. Ten Eyck
Notary Public, State of Texas

THE STATE OF MISSISSIPPI §
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COUNTY OF _____ §

THIS CERTIFIES that the foregoing instrument, with its certificate of authentication, was filed for record in my office on the _____ day of _____, 19____, at _____ o'clock ____ .m., and duly recorded by me on the _____ day of _____, 19____, in Volume/Book _____, Page _____, of the _____ Records of _____ County, Mississippi.

THIS INSTRUMENT PREPARED BY:
JERRY A. COLEMAN for
FARM CREDIT BANK OF TEXAS
P.O. BOX 15919,
AUSTIN, TEXAS 78761
PHONE: 512-465-0447

RETURN TO: FLBA OF NORTH MS
P. O. BOX 667
SENATOBIA, MS 38668