

*Return to:*

BRIDGFORTH & BUNTIN  
P. O. BOX 241

Loan No: 0257-000-14352  
Borrower: DONNA L. SMOTHERS, A SINGLE PERSON

LIMITED POWER OF ATTORNEY SOUTHAVEN, MS 38671

KNOW ALL MEN BY THESE PRESENTS, that I, Shirley Bowen  
Vice President, of UNION PLANTERS NATIONAL BANK ("Company"), acting on behalf of the Company, have made, constituted, and appointed and by these presents do make, constitute, and appoint UNITED COMPANIES LENDING CORPORATION ("Assignee") as the Company's true and lawful agent and attorney-in-fact, for the Company and in the Company's name, place, and stead to execute, endorse, acknowledge, and deliver such documents and to take whatever action as such attorney-in-fact may deem necessary and appropriate for the purpose of negotiating, assigning, and transferring from the Company to Assignee mortgage notes, mortgages, deeds of trust, and other liens pertaining to or affecting the following described real property located in DE SOTO County, MS:

SEE EXHIBIT "A" (LEGAL DESCRIPTION) ATTACHED HERETO AND INCORPORATED HEREIN FOR ALL PURPOSES.

which has the address of 953 GREENCLIFF DRIVE, SOUTHAVEN, MS 38671. The Company hereby gives such attorney-in-fact full power and authority to do and perform all and every act and thing whatever requisite and necessary to be done in connection with the purpose stated herein as fully to all intents and purposes as the Company might or could do, hereby ratifying and confirming on behalf of the Company whatever such attorney-in-fact shall or may do by virtue hereof.

This Limited Power of Attorney shall remain in effect for the purpose stated herein until specifically revoked in writing. In the event this Limited Power of Attorney is filed or recorded, such written revocation must be similarly filed or recorded.

IN WITNESS WHEREOF, I have hereunto set my hand this 31st day of October, 1997, in the capacity stated herein.

UNION PLANTERS NATIONAL BANK

By: *Shirley Bowen*

Shirley Bowen, Vice President  
(Typed Name and Title)

STATE MS.-DE SOTO CO.  
FILED  
Nov 17 2 33 PM '97

BK 76 PG 114  
W.E. DAVIS CH. CLERK

CORPORATE ACKNOWLEDGMENT

State of Mississippi §  
County of Hinds §

PERSONALLY APPEARED BEFORE ME, the undersigned authority in and for the said county and state, on this 31st day of October, 1997, within my jurisdiction, the within named Shirley Bowen, who acknowledged that (s)he is Vice President of UNION PLANTERS NATIONAL BANK, A FEDERALLY CHARTERED COMMERCIAL BANK, and that for and on behalf of said entity, and as its act and deed (s)he executed the above and foregoing instrument, after first having been duly authorized by said entity so to do.

Given under my hand and seal of office on this 31st day of October, 1997.

Connie Brown  
Witness:

Shirley Bowen  
Witness:

Judith E. Volz  
Attest:

Seal

Barbara Varner  
Notary Public

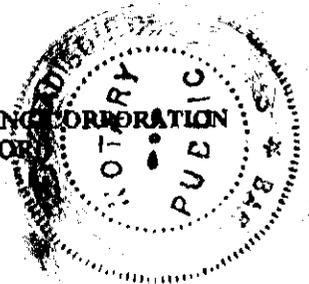
Barbara Varner  
Typed Name

MISSISSIPPI STATEWIDE NOTARY PUBLIC  
MY COMMISSION EXPIRES AUG. 23, 1999  
BONDED THROUGH STATE NOTARY SERVICE

My commission expires: \_\_\_\_\_

Prepared by:  
Robertson & Anschutz, P.C.  
2425 West Loop South, Suite 800  
Houston, Texas 77027-4207  
(713) 871-9600

UNITED COMPANIES LENDING CORPORATION  
4041 ESSEN LANE, 4TH FLOOR  
BATON ROUGE, LA 70809



Return To:  
BRIDGFORTH & BUNTON  
1607 STATE LINE ROAD WEST  
SOUTHAVEN, MS 38671