

PREPARED BY: MITCHELL, VOGEL, CORBAN AND MORRIS
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AFTER RECORDING RETURN TO:
THE PEOPLES BANK & TRUST CO.
P.O. BOX 709
TUPELO, MS 38802-0709

BOOK

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LIMITED POWER OF ATTORNEY

STATE OF MISSISSIPPI

COUNTY OF LEE

KNOW ALL MEN BY THESE PRESENTS, that The Peoples Bank and Trust Company, a Mississippi banking corporation domiciled at Tupelo, Mississippi (referred to herein as "Lender"), does hereby make, constitute and appoint John Shorten and Ed Bagdon (each such individual being referred to herein as an ("Appointee")) as true and lawful limited attorneys in fact for Lender and, in the name, place and stead, and on behalf of, Lender, and for its use and benefit:

1. For the sole, limited and exclusive purposes, acting on behalf of the Lender, of signing, executing and (where required by law or custom) attesting, acknowledging and/or recording: (i) requests for reconveyances, substitution of trustees, discharges, releases, satisfactions, and assignments of deeds of trust, trust deeds, mortgages and security deeds (each, a "Security Instrument") which secure paid in full mortgage loans subserviced for the Lender by DOVENMUEHLE MORTGAGE, INC. ("DMI"); (ii) partial releases of collateral encumbered by any of the Security Instruments, but only with the prior written approval of an appropriate official of the Lender in each instance; (iii) modifications of notes and Security Instruments, to reamortize the remaining unpaid principal balance of the mortgage loans secured thereby, at the same interest rate and unexpired term, but only upon: (1) a substantial curtailment of mortgage loan principal, and (2) the prior written consent of the Lender and, if applicable, of Fannie Mae or Freddie Mac or of the Department of Housing and Urban Development or the Department of Veterans Affairs or of another appropriate mortgage loan Investor; and (iv) any and all other related instruments and documents, including without limitation the power to indorse instruments required to effectuate mortgage loan payments or refunds (such as checks evidencing such payments or refunds).

2. That all acts and doings of each Appointee as attorney in fact of the Lender shall in all respects be consistent with and in furtherance of the duties of DMI as Subservicer under that certain SUBSERVICING AGREEMENT dated January 21, 1999, between the Lender as lender and DMI as Subservicer, as that SUBSERVICING AGREEMENT may have been, and may hereafter be, amended, supplemented or superseded ("the SA").

3. That each appointment of each Appointee made hereunder shall automatically expire: (i) when and if this power of attorney is repealed, rescinded or annulled; (ii) upon the expiration or earlier termination of the SA; or (iii) when the Lender delivers written notice to DMI of such repeal, rescission or annulment; and an Appointee's appointment hereunder shall automatically terminate upon: (1) the termination of the

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employer-employee relationship between the Appointee and DMI or upon termination of the employer-employee relationship of the Appointee and DMI's Recon Firm, as the case may be; (2) upon the resignation of the Appointee, delivered to DMI or to the Lender directly; or (3) as to Appointees employed by a Recon Firm, upon the termination of the outsourcing relationship between DMI and that Recon Firm.

3. That no Appointee: (i) shall ever be deemed to be an employee of the Lender for any purpose; (ii) shall ever be entitled to compensation of any kind or type from the Lender; and (iii) shall never be entitled to any benefits whatsoever granted by Lender or by law or regulation to any officer, director or employee of the Lender.

WITNESS MY SIGNATURE this, the 21ST day of
SEPTEMBER, 1999.

THE PEOPLES BANK AND TRUST COMPANY

BY

Eddie Lindsey
Eddie Lindsey
Vice President

STATE OF MISSISSIPPI

COUNTY OF LEE

This day personally appeared before me, the undersigned authority in and for the county and state aforesaid, Eddie Lindsey, Vice President of The Peoples Bank and Trust Company, a Mississippi banking corporation, who acknowledged that as such officer he signed, executed and delivered the above and foregoing Limited Power of Attorney on the date named as the act and deed of said bank and by authority of resolution of the Board of Directors thereof.

Given under my hand and seal, this the 21st day of

September, 1999.



Belinda R. Wilson
Notary Public

My Commission Expires: MY COMMISSION EXPIRES:
FEBRUARY 1, 2003