

P Book 84 Pg 362

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FEB 7 9 29 AM '00

BK 84 PG 362
W.E. DAVIS CLK.

When Reorded Return to:
County Recorder Services, Inc.
900 E. Palmer Ave. #8
Glendale, CA 91205
818-552-7971

POWER OF ATTORNEY

Document Prepared by:
Carol Hontak
201 W. Coolidge
Phoenix, AZ 85013
602-631-4387

Notarized in:

State of Texas
County of Dallas

STATE OF MISSISSIPPI)
)
COUNTY OF DESOTO)

1374

LIMITED POWER OF ATTORNEY

WHEREAS, Harbor Financial Mortgage Corporation, a Texas corporation ("Harbor"), has sold to Matrix Capital Bank, a federal savings bank ("Matrix") certain mortgage loans and mortgage loan servicing rights in a series of transactions between December, 1998 and July, 1999; and

WHEREAS, Harbor filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code on October 14, 1999, which code was connected to one under Chapter 7 of the Bankruptcy code on December 14, 1999;

WHEREAS, John Litzler ("Litzler") was duly appointed Chapter 7 Trustee for Harbor on December 14, 1999; and

WHEREAS, in order for Matrix to properly administer the mortgage loans which it purchased from Harbor or as to which it purchased the servicing rights from Harbor (the "Mortgage Loans"), the signature or endorsement of Harbor is often required on notes, assignments, checks and other documents and instruments; and

WHEREAS, Litzler, on behalf of Harbor, has obtained the approval of the United States Bankruptcy Court to grant to Matrix a limited power of attorney as set forth hereinafter;

NOW, THEREFORE, in consideration of its prior contractual commitments, Harbor hereby makes, constitutes, and appoints Matrix as its true and lawful attorney-in-fact, with power and authority hereby conferred in its name, place, and stead for its use and benefit, to execute, sign, endorse, make, acknowledge, deliver, and record, with respect only to the Mortgage Loans listed on Exhibit A attached hereto, and incorporated herein by reference as if fully set forth at length: (A) any assignment of security instrument (including, but limited to individual and blanket assignments), (B) any other document, or loan, including endorsement of promissory notes, necessary or appropriate in the reasonable judgment of Matrix to transfer or adequately evidence its interest in or ownership of any of the Mortgage Loans, (C) any other document necessary or appropriate in the reasonable judgment of Matrix to transfer or convey title or ownership in real property subject to the Mortgage Loans after foreclosure thereon, (D) any claim transfer forms to transfer Proof of Claim designation and claims already filed by Harbor with the Federal Bankruptcy Courts and the United States Government on the Mortgage Loans, and (E) any checks, drafts or other forms of payment that are payable to Harbor on account of the Mortgage Loans.

The undersigned grants to Matrix full power and authority to execute such instruments and to do and perform all and every thing requisite, necessary, and proper, with respect to the Mortgage Loans, to carry into effect the power or powers granted by or under this Limited Power of Attorney as fully, to all intents and purposes, as the undersigned might or could do, and hereby does ratify and confirm all that Matrix shall lawfully do or cause to be done by authority hereof. This Limited Power of Attorney is executed and effective as of the date appearing below, and shall continue in full force and effect and shall be binding upon any successors or assigns of the undersigned, notwithstanding of the continued existence or otherwise of the undersigned.

Third parties without actual notice may rely upon the powers granted under this Limited Power of Attorney upon the exercise of such power by Matrix that all conditions precedent to such exercise of power have been satisfied and that this Limited Power of Attorney has not been revoked unless an instrument of revocation has been recorded.

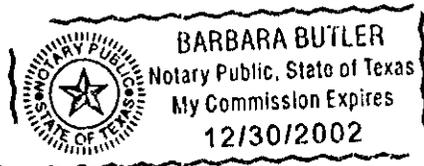
Dated: DEC 30 1999

HARBOR FINANCIAL MORTGAGE CORP.

State of Texas
County of Dallas

By: *John Litzler*
John Litzler
Its: Chapter 7 Trustee

The foregoing Limited Power of Attorney was acknowledged before me by John Litzler, the Chapter 7 Trustee of Harbor Financial Mortgage Corporation, on this the 13 day of January, 2000.



(seal)

Barbara Butler
Notary Public in and for the State of Texas

EXHIBIT A

MATRIX LOAN NUMBER	HARBOR LOAN NUMBER	MORTGAGOR NAME	PROPERTY STREET ADDRESS	CITY NAME	PROJ STATE	PROJ ZIP	COUNTY NAME
0725424	1221381	HEFLIN CHARLES R	7345 SUSIE LN	HORN LAKE	MS	38637	DESOTO
0731460	3015971	FOWLER FAYE M	6350 KENSINGTON RD	HORN LAKE	MS	38637	DESOTO
0715451	3052925	KEARBEY S D	7276 MAPLEWOOD RD	OLIVE BRANC	MS	38654	DESOTO
0731461	3015989	SHOULTS WILLIAM E	38 PEPPERBROOK COVE	SOUTHAVEN	MS	38671	DESOTO
0731462	3016094	LAMB BOBBY H	1624 MANCHESTER CV	SOUTHAVEN	MS	38671	DESOTO
0731678	3052941	LANE TALMADGE	1607 GILFORD COVE	SOUTHAVEN	MS	38671	DESOTO
0732665	5051909	KIRKLAND TIMOTHY	8812 YORKTOWN DRIVE	SOUTHAVEN	MS	38671	DESOTO
0712445	2917235	BLAKEY WILLIAM R	860 VALLEY SPRINGS	SOUTHAVEN	MS	38671	DESOTO
0714285	3016003	WHALEY W L	7146 CARROLTON	SOUTHAVEN	MS	38671	DESOTO
0717545	3129236	HUGHES FRANKIE C	602 COTTONBROOK	SOUTHAVEN	MS	38671	DESOTO
0717546	3129244	BRIDGE MARVIN L	8405 FARMINGTON	SOUTHAVEN	MS	38671	DESOTO