

When Recorded Mail To: I
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COUNTRYWIDE HOME LOANS I
1800 Tapo Canyon I
Simi Valley 93063 I
Attention: Document Procurement I

PBOOK 88

Pg. 775

STATE MS.-DE SOTO CO.
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LIMITED POWER OF ATTORNEY

BK 88 PG 775
V.F. B.L.K.

This Limited Power of Attorney is executed in connection with the servicing of various mortgage loans (the "Mortgage Loans"), being serviced by Countrywide Home Loans, Inc. ("Countrywide") under the Pooling and Servicing Agreements and Sale and Servicing Agreements (the "Agreements") listed on Exhibit A, attached hereto and made a part hereof. U.S. Bank National Association, a national banking association, formerly known as First Bank National Association ("U.S. Bank"), is a party or has a beneficial interest under the Agreements, and it hereby constitutes and appoints Countrywide as its true and lawful attorney-in-fact, and in its name, place and stead and for its use and benefit, to execute and acknowledge all documents for the purpose of:

- (i) endorsing to Countrywide payments received with respect to the Mortgage Loans in the form of checks, cashier's checks, money orders, loss drafts and other instruments and the taking of any necessary actions to ensure the continuation of payments which are made with respect to the Mortgage Loans by automated clearinghouse accounts and other electronic payment methods;
- (ii) procuring, preparing, completing and recording any mortgage, deed of trust or similar security instrument or any modification thereof ("Mortgage"), or any assignment of Mortgage, release, reconveyance, subordination or other instrument that is required
 - (a) for the proper servicing of the related Mortgage Loan or otherwise necessary to cure any defect in the chain of title,
 - (b) to ensure that record title to the Mortgage Loan vests in the proper party; or
 - (c) for any other transfer of record title which is required with respect to the Mortgage Loans or the underlying security interest related to each Mortgage Loan;
- (iii) ensuring that each promissory note related to each Mortgage Loan has been properly endorsed to the proper person or entity in connection with the sale of such Mortgage Loan or otherwise; and
- (iv) curing any other defects associated with any other document or instrument with respect to a Mortgage Loan.

Notwithstanding the foregoing, Countrywide may only take the foregoing actions to the extent required or permitted under the terms of the applicable Pooling and Servicing Agreement or Sale and Servicing Agreement. No power is hereby granted that would permit Countrywide to take any action adverse to the interests of U.S. Bank or the beneficiaries of the applicable trust (the "Beneficiaries").

EXHIBIT A

1. SALE AND SERVICING AGREEMENT dated as of September 1, 1996 among FIRSTPLUS HOME LOAN OWNER TRUST 1996-3 (Issuer) FIRSTPLUS INVESTMENT CORPORATION (Seller) FIRSTPLUS FINANCIAL, INC. (Transferor and Servicer) and FIRST BANK NATIONAL ASSOCIATION (Indenture Trustee and Co-Owner Trustee) FIRSTPLUS Home Loan Owner Trust 1996-3 Asset Backed Securities Series 1996-3
2. SALE AND SERVICING AGREEMENT dated as of November 1, 1996 among FIRSTPLUS HOME LOAN OWNER TRUST 1996-4 (Issuer) FIRSTPLUS INVESTMENT CORPORATION (Seller) FIRSTPLUS FINANCIAL, INC. (Transferor and Servicer) and FIRST BANK NATIONAL ASSOCIATION (Indenture Trustee and Co-Owner Trustee) FIRSTPLUS Home Loan Owner Trust 1996-4 Asset Backed Securities Series 1996-4.
3. SALE AND SERVICING AGREEMENT, dated as of February 1, 1997 among FIRSTPLUS HOME LOAN OWNER TRUST 1997-1 (Issuer), FIRSTPLUS INVESTMENT CORPORATION (Seller), FIRSTPLUS FINANCIAL, INC. (Transferor and Servicer) and FIRST BANK NATIONAL ASSOCIATION (Indenture Trustee and Co-Owner Trustee), FIRSTPLUS Home Loan Owner Trust 1997-1 FIRSTPLUS Asset Backed Securities, Series 1997-1.
4. AMENDED AND RESTATED SALE AND SERVICING AGREEMENT dated as of February 1, 1998 among FIRSTPLUS HOME LOAN OWNER TRUST 1997-2 (Issuer), FIRSTPLUS INVESTMENT CORPORATION (Seller), FIRSTPLUS FINANCIAL, INC. (Transferor and Servicer) and U.S. BANK NATIONAL ASSOCIATION (Indenture Trustee and Co-Owner Trustee) FIRSTPLUS Home Loan Owner Trust 1997-2. FIRSTPLUS Asset Backed Securities Series 1997-2.
5. SALE AND SERVICING AGREEMENT dated as of September 1, 1997 among FIRSTPLUS HOME LOAN OWNER TRUST 1997-3 (Issuer), FIRSTPLUS INVESTMENT CORPORATION (Seller), FIRSTPLUS FINANCIAL, INC. (Transferor and Servicer) and U.S. BANK NATIONAL ASSOCIATION (Indenture Trustee and Co-Owner Trustee), FIRSTPLUS Home Loan Owner Trust 1997-3; FIRSTPLUS Asset Backed Securities Series 1997-3
6. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1997-4, as Issuer FIRSTPLUS INVESTMENT CORPORATION, as Seller FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of November 1, 1997 FIRSTPLUS HOME LOAN OWNER TRUST 1997-4 Asset Backed Securities, Series 1997-4.
7. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1998-1, as Issuer FIRSTPLUS INVESTMENT CORPORATION, as Seller FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of February 1, 1998 FIRSTPLUS HOME LOAN OWNER TRUST 1998-1 Asset Backed Securities, Series 1998-1.

8. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1998-2, as Issuer FIRSTPLUS INVESTMENT CORPORATION, as Seller FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of March 1, 1998 FIRSTPLUS HOME LOAN OWNER TRUST 1998-2 Asset Backed Securities, Series 1998-2

9. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1998-3, as Issuer, FIRSTPLUS INVESTMENT CORPORATION, as Seller, FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of May 1, 1998 FIRSTPLUS HOME LOAN OWNER TRUST 1998-3 Asset Backed Securities, Series 1998-3

10. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1998-4, as Issuer, FIRSTPLUS INVESTMENT CORPORATION, as Seller, FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of June 1, 1998 FIRSTPLUS HOME LOAN OWNER TRUST 1998-4.

11. SALE AND SERVICING AGREEMENT among FIRSTPLUS HOME LOAN OWNER TRUST 1998-5, as Issuer FIRSTPLUS INVESTMENT CORPORATION, as Seller FIRSTPLUS FINANCIAL, INC., as Transferor and Servicer and U.S. BANK NATIONAL ASSOCIATION, as Indenture Trustee and Co-Owner Trustee dated as of August 1, 1998 FIRSTPLUS HOME LOAN OWNER TRUST 1998-5 Asset Backed Securities, Series 1998-5