

Return to: S. A. Wileman  
Orion Financial Group, Inc.  
2860 Exchange Blvd., #100  
Southlake, TX 76092

**RECORD FIRST**

**EXHIBIT F**  
**Form Limited Power of Attorney**

Bank One, N.A. ("Seller") hereby appoints Franklin Credit Management Corporation ("Purchaser") as its true and lawful attorney-in-fact to act in the name, place and stead of Seller for the purposes set forth below. This Limited Power of Attorney is given pursuant to a certain Mortgage Loan Purchase Agreement by and between the Seller and Purchaser dated June 20, 2004 (the "Agreement") to which reference is made for the definition of all capitalized terms herein.

*Tina Peters*

Now, therefore, Seller does hereby constitute and appoint Purchaser the true and lawful attorney-in-fact of Seller in Seller's name, place and stead with respect to each Mortgage Loan sold to Purchaser pursuant to the Agreement for the following, and only the following, purposes:

1. To execute, acknowledge, seal and deliver deed of trust/mortgage note endorsements, assignments of deed of trust/mortgage and other recorded documents, satisfactions/releases/reconveyances of deeds of trust/mortgages, tax authority notifications and declaration, deeds, bills of sale, and other instruments of sale, conveyance and transfer, appropriately completed, with all ordinary or necessary endorsements, acknowledgments, affidavits, and supporting documents as may be necessary and proper to effect its execution, delivery, conveyance, and recordation of filing.
2. To execute and deliver affidavits of debt, substitutions of trustee, substitutions of counsel, non-military affidavits, notices of recession, foreclosure deeds, transfer tax affidavit, affidavits of merit, verifications of complaint, notices to quit, bankruptcy declarations for the purpose of filing motions to lift stays and other documents or notice filings on behalf of Seller in connection with foreclosure, bankruptcy and eviction actions.
3. To endorse and/or assign any borrower or mortgagor's check or negotiable instrument received by Purchaser as a payment under a Mortgage Loan.

Seller intends that this Limited Power of Attorney be coupled with an interest and is not revocable.

Seller further grants to its attorney-in-fact full authority to act in any manner both proper and necessary to exercise the foregoing powers, and ratifies every act that Purchaser may lawfully perform in exercising those powers by virtue hereof, in each case for the purpose of affecting the transfer of the Mortgage Loans.

Seller further grants to its attorney-in-fact the limited power of substitution and revocation of another party for the purpose and only the purpose of endorsing or assigning notes or security instruments in Seller's name, and Seller hereby ratifies and confirms all that the attorney-in-fact, or substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and its rights and powers for the purpose of affecting the transfer of the Mortgage Loans.

*Underwood  
Law  
340 Edgewood Avenue, Dr.  
Jr. 39206  
Jr. Ms.*

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APPOINTMENT OF SUBSTITUTE UNDER POWER OF ATTORNEY

To All Whom These Presents Shall Come, Greeting:

Whereas, BANK ONE, N.A, by a power of attorney under its hand, appointed the undersigned, FRANKLIN CREDIT MANAGEMENT CORPORATION, its attorney in fact for it and in its name, with limited power of substitute to appoint another to endorse, release or assign mortgages, Deeds of Trust, notes or security instruments in its name in connection with a purchase agreement.

T. B. Davis

Now, therefore, by virtue of such power, FRANKLIN CREDIT MANAGEMENT CORPORATION, hereby appoints Orion Financial Group, Inc., or any of its authorized agents, employees or representatives to be the attorney in fact of the said BANK ONE, N.A, for it and in its name, to do and perform only the acts of endorsing, releasing or assigning those mortgages, Deeds of Trust, notes and other evidence of debt and the related security instruments.

James A. ...  
Witness:  
Debra ...  
Witness:

FRANKLIN CREDIT MANAGEMENT CORPORATION

By: Jimmy Yam

Its: Asst Vice Pres

ACKNOWLEDGEMENT

State of NEW YORK  
County of NEW YORK

Personally appeared before me, the undersigned authority in and for the said County and State, 11/5/04, within my jurisdiction the within named Jimmy Yam who acknowledged that he/she is the Asst Vice Pres of Franklin Credit Management Corporation, and that for and on behalf of the said corporation, and as its act and deed he/she executed the above and foregoing instrument, after first having be duly authorized by said corporation so to do.

Witness my hand and official seal.

Dorothy Rascal  
Notary Public,  
My Commission expires:

DOROTHY RASCAL  
Notary Public, State of New York  
No. 01PA5027055  
Qualified in Kings County  
Commission Expires May 2, 2006

Prepared By: A. Tucker  
Orion Financial Group, Inc.  
2860 Exchange Blvd. # 100  
Southlake, TX 76092

ORION FINANCIAL GROUP INC  
2860 EXCHANGE BLVD 100

SOUTHLAKE TX 76092

Submitter: ORION



*T. Peters*

SUZANNE HENDERSON  
TARRANT COUNTY CLERK  
TARRANT COUNTY COURTHOUSE  
100 WEST WEATHERFORD  
FORT WORTH, TX 76196-0401

**DO NOT DESTROY**  
**WARNING - THIS IS PART OF THE OFFICIAL RECORD.**

Filed For Registration: 11/11/2004 11:38 AM  
Instrument #: D204351994  
POA 4 PGS \$18.00

By: \_\_\_\_\_



**D204351994**

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE  
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR  
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

STATE OF TEXAS } I, SUZANNE HENDERSON, County Clerk in and for said County and State  
 COUNTY OF TARRANT } do hereby certify that the above and foregoing is a true and correct copy  
 of the instrument, filed for record on the 11 day of Nov 2004 and duly recorded on  
 the 11 day of Nov 2004 in Instrument Number 0204351994 of in

Volume Real Property Page \_\_\_\_\_ of the  
 Records of Tarrant County, Texas.  
 WITNESS my hand and seal of office at Fort Worth, Texas this 19 day of Nov 2004  
 SUZANNE HENDERSON, COUNTY CLERK  
 TARRANT COUNTY, TEXAS  
 By Tera Peters Deputy