
Space Above Line for Recording Data

Prepared by:
Adams & Edens
Foreclosure Department
P.O. BOX 400
Brandon, MS 39043
601-825-9508

Return to:
Adams & Edens
Foreclosure Department
P.O. BOX 400
Brandon, Mississippi 39043
601-825-9508

A&E #25902/McEwen

Document Title: Power of Attorney

LIMITED POWER OF ATTORNEY

First Choice Mortgage Services, LLC (hereinafter called "Seller") hereby appoints CitiFinancial Mortgage Company, Inc. ("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 Seller and CitiFinancial Mortgage Company, Inc. (the "Agreement") to which reference is made for the definition of all capitalized terms herein.

Now therefore, Seller does hereby constitute and appoint Purchaser the true and lawful attorney-in-fact of Seller and 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 deed of trust/mortgage, tax authority notifications and declarations, 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 or appropriate to effect its execution, delivery, conveyance, recordation or filing.
2. To negotiate Loan payment checks, hazard insurance claim checks and similar negotiable instruments received related to the Loans and take other actions incident to its ownership and servicing of the Loans.

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. Seller further grants to Purchaser the limited power of substitution and revocation of another party for the purposes set forth therein, hereby ratifying and confirming all that the attorney-in-fact, or a substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers.

Purchaser shall indemnify, defend, and hold harmless Seller, its successors and assigns, from and against any and all losses, costs, expenses (including, without limitation, reasonable attorneys' fees), damages, liabilities, demand, or claims of any kind whatsoever, ("Claims") arising out of, related to, or in connection with (i) any act taken by Purchaser pursuant to this Limited Power of Attorney, which act results in a Claim solely by virtue of the unlawful use of this Limited Power of Attorney (and not as a result of a Claim related to the underlying instrument with respect to which this Limited Power of Attorney has been used), or (ii) any use or misuse of this Limited Power of Attorney in any manner or by any person or entity not expressly authorized hereby.

IN WITNESS WHEREOF, Seller has executed this Limited Power of Attorney this MAR 5, 2004

First Choice Mortgage Services, LLC:

By: [Signature]

Name (Print): Tim Smith

Title: President

Witnesses:

[Signature]

STATE OF: Tennessee

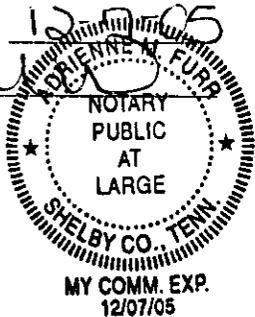
COUNTY OF: Shelby

BEFORE ME, Adrienne Furr, a Notary Public in and for the jurisdiction aforesaid, on this 5th day of March, 2004 personally appeared Tim Smith, who is personally known to me to be President. The person who executed the foregoing instrument to be his/her free and voluntary act and deed as for the uses, purposes and consideration therein set forth.

Witness my hand and official seal this 5th of March, 2004

My Commission Expires: 12/07/05

Notary Signature



vii



TRUE AND CORRECT COPY OF ORIGINAL RECORD FILED IN CLERK'S OFFICE, SHELBY COUNTY, TENN. BY [Signature] Deputy

APPOINTMENT OF SUBSTITUTE UNDER POWER OF ATTORNEY

To All Whom These Presents Shall Come, Greeting:

Whereas, **First Choice Mortgage Services, LLC**, by a power of attorney under its hand dated 3/5/2004, appointed the undersigned, CitiFinancial Mortgage Company, Inc., its attorney in fact for it and in its name, with limited power of substitute to appoint another to endorse or assign notes or security instruments in **First Choice Mortgage Services, LLC**, in connection with a Purchase Agreement.

Now, therefore, by virtue of such power, CitiFinancial Mortgage Company, Inc., hereby appoints Orion Financial Group, Inc., or any of its authorized agents, employees or representatives to be the attorney in fact of the said **First Choice Mortgage Services, LLC**, for it and in its name, to do and perform only the acts of endorsing or assigning those notes, contracts, and other evidence of debt and the related security instruments.

CitiFinancial Mortgage Company, Inc.

By:

Name: Steve Crowell

Title: Vice President

Karen Chatman
Witness: Karen Chatman

Sheree Burr
Witness: Sheree Burr

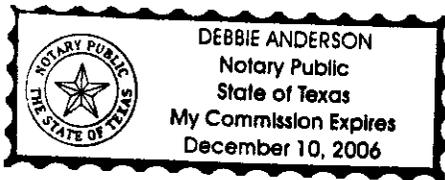
ACKNOWLEDGEMENT

State of Texas

County of Dallas

Personally appeared before me, the undersigned authority in and for the said County and State, 4/2/2004, within my jurisdiction, the within named Steve Crowell who acknowledged that he is the Vice President of CitiFinancial Mortgage Company, Inc., and that for and on behalf of the said corporation, and as its act and deed she executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

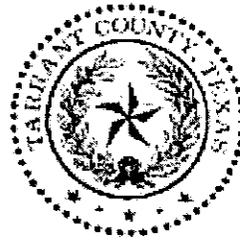
Witness my hand and official seal.



Debbie Anderson
Notary Public, Debbie Anderson
My Commission Expires: 12/10/2006



TRUE AND CORRECT COPY OF ORIGINAL RECORD FILED IN TARRANT COUNTY, TEXAS
SUZANNE ANDERSON, COUNTY CLERK
BY [Signature] Deputy



ORION FINANCIAL GROUP INC
2860 EXCHANGE BLVD #100

SOUTHLAKE TX 76092

Submitter: ORION FINANCIAL GROUP INC

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: 04/12/2004 10:09 AM
Document No.: D204106756
WD 3 PGS \$16.00

By: _____



D204106756

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.



TRUE AND CORRECT COPY OF
ORIGINAL RECORDED FILED IN
TARRANT COUNTY, TEXAS
SUZANNE HENDERSON, COUNTY CLERK
BY [Signature] Deputy

STATE OF TEXAS
COUNTY OF TARRANT

I, SUZANNE HENDERSON, County clerk in and for said County and State,
do hereby certify that the above and foregoing is a true and correct copy

of the instrument, filed for record on the 12TH day of Apr. 04, and duly recorded on
the 12TH day of Apr. 04 in Instrument Number 0204106756

Volume _____ Page _____ of the
Real Property of the
County, Texas.

WITNESS my hand and seal of office at Fort Worth, Texas this 22ND day of Apr. 04

SUZANNE HENDERSON, COUNTY CLERK
TARRANT COUNTY, TEXAS

[Handwritten Signature]

Linda Gilliam

