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DK P BK 142 PG 520
DESO TO COUNTY, MS
W.E. DAVIS, CH CLERK

cc
cc

LIMITED POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the FEDERAL DEPOSIT INSURANCE CORPORATION, a corporation organized and existing under an Act of Congress, hereafter called the "FDIC", hereby designates the following individuals(s) of Beal Bank Subsidiaries, as set out below (the "Attorney(s)-in-Fact") for the sole purpose of executing the documents outlined below:

- Jacob Cherner, President/CEO, Beal Service Corporation
- James Erwin, SVP, LNV Corporation & SVP, MGC Mortgage, Inc.
- William Saurenmann, Sr. Vice President, Beal Service Corporation
- Kent Twitchell, Sr. Vice President, Beal Service Corporation
- Steve Harvey, EVP CSG Investments & EVP, MGC Mortgage, Inc.
- Melissa Sassine, Assistant Vice President, Beal Service Corporation
- Doug Kroiss, SVP, CLMG Corporation
- Lisa Cavender, Litigation Specialist, CLMG Corporation

WHEREAS, the undersigned has full authority to execute this instrument on behalf of the FDIC under applicable Resolutions of the FDIC's Board of Directors and redelegations thereof.

NOW THEREFORE, the FDIC grants to the above-named Attorney(s)-in-Fact the authority, subject to the limitations herein, as follows:

1. To execute, acknowledge, seal and deliver on behalf of the FDIC as receiver of New South Federal Savings Bank, ("Receiver") all instruments of transfer and conveyance, including but not limited to deeds, assignments, satisfactions, and transfers, appropriately completed, with all ordinary or necessary endorsements, acknowledgments, affidavits and supporting documents as may be necessary or appropriate to evidence the sale and transfer of any asset of New South Federal Savings Bank including all loans formerly held by New South Federal Savings Bank to Beal Bank pursuant to that certain Purchase and Assumption Agreement, dated as of December 18, 2009 between Receiver, and Beal Bank.

2. Regarding indebtedness previously owned by the former New South Federal Savings Bank that had been paid off or otherwise satisfied prior to bank failure, authority is granted to the Attorney(s)-in-Fact to execute, acknowledge, seal and deliver on behalf of the Receiver any and all lien releases that may be necessary for the completion of the documentation obligations of the former New South Federal Savings Bank, in connection with such paid-off loans or other debt obligations. All lien releases and related documents prepared in connection with this Limited Power of Attorney shall be appropriately completed with all ordinary or necessary endorsements, acknowledgments, affidavits and supporting documents as may be necessary or appropriate to evidence the release of the collateral and satisfaction of the debt.

Limited Power of Attorney
Beal Bank

Page 1 of 4
December, 2010

Prepared by Darlene Waller, Federal Deposit Insurance Corporation, Dallas Regional Office, Legal Division

MGC
Mortgage
PO. Box 251696
Plano, TX
75025-9933

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Attorneys-in-Fact shall undertake to complete all appropriate due diligence necessary to verify the full and final payment and satisfaction of all indebtedness secured by the collateral being released.

The form which the Attorney(s)-in-Fact shall use for endorsing promissory notes or preparing allonges to promissory notes is as follows:

Pay to the order of

Without Recourse

FEDERAL DEPOSIT INSURANCE CORPORATION
as Receiver of New South Federal Savings Bank

By: _____

Name: _____

Title: Attorney-in-Fact

All other documents of assignment, conveyance, or transfer shall contain this sentence: "This assignment is made without recourse, representation or warranty, express or implied, by the FDIC in its corporate capacity or as Receiver."

3. FDIC further grants to each Attorney-in-Fact full power and authority to do and perform all acts necessary to carry into effect the powers granted by this Limited Power of Attorney as fully as FDIC might or could do with the same validity if all and every such act had been herein particularly stated, expressed, and especially provided for.

This Limited Power of Attorney shall be effective from December 18, 2010, and shall continue in full force and effect through December 18, 2011, unless otherwise terminated by an official of the FDIC authorized to do so by the Board of Directors ("Revocation"). At such time this Limited Power of Attorney will be automatically revoked. Any third party may rely upon this document as the named individual(s)' authority to continue to exercise the powers herein granted, unless a Revocation has been recorded in the public records of the jurisdiction where this Limited Power of Attorney has been recorded, or unless a third party has received actual notice of a Revocation.

IN WITNESS WHEREOF, the FDIC, by its duly authorized officer empowered by appropriate resolution of its Board of Directors, has caused these presents to be subscribed in its name this 21 day of December, 2010.

FEDERAL DEPOSIT INSURANCE CORPORATION

By: *Patricia A. Deaton*
Name: Patricia A. Deaton
Title: Resolutions and Closings Manager
Dallas Regional Office

Signed in the presence of:

Regina Richardson
Witness

Name: REGINA RICHARDSON

Cassandra Veasley
Witness

Name: Cassandra Veasley

STATE OF TEXAS
COUNTY OF DALLAS

On this 21st day of December, 2010, before me, a Notary Public in and for the State of Texas appeared Patricia A. Deaton, to me personally known, who, being by me first duly sworn did depose that she is Resolutions and Closings Manager, Dallas Regional Office of the Federal Deposit Insurance Corporation (the "Corporation"), in whose name the foregoing Limited Power of Attorney was executed and subscribed, and the said Limited Power of Attorney was executed and subscribed on behalf of the said Corporation by due authority of the Corporation's Board of Directors, and the said Patricia A. Deaton, acknowledged the said Limited Power of Attorney to be the free act and deed of said Corporation.

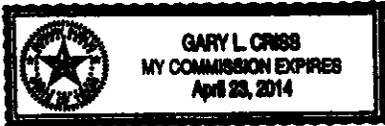
Gary L. Criss
Notary Public
My Commission expires: 4.23.2014



STATE OF TEXAS
COUNTY OF DALLAS

On this 21st day of December, 2010, before me, a Notary Public in and for the State of Texas appeared REGINA RICHARDSON (witness #1) and CASSANDRA VEASLEY (witness #2), to me personally known to be the persons whose names are subscribed as witness to the foregoing instrument of writing, and after being duly sworn by me stated on oath that they saw Patricia A. Deaton, Resolutions and Closings Manager, Dallas Regional Office of the Federal Deposit Insurance Corporation, the person who executed the foregoing instrument, subscribe the same, and that they had signed the same as a witness at the request of the person who executed the same.

Gary L. Criss
Notary Public
My Commission expires: 4.23.2014



Filed and Recorded
Official Public Records
John F. Warren, County Clerk
Dallas County, TEXAS
12/21/2010 11:41:36 AM
\$28.00



[Handwritten signature]

201000325145

THE STATE OF TEXAS
COUNTY OF DALLAS

I hereby certify that the above and foregoing is a full, true, and correct photographic copy of the original record now in my lawful custody and possession, filed on the date stamped thereon and as the same is recorded in the Recorder's Records in my office under the volume and page of instrument stamped thereon.
I hereby certify on

JAN 07 2011

By *[Signature]* CLERK, Dallas County, Texas
deputy