

LIMITED POWER OF ATTORNEY

Prepared by:
~~RECORD AND RETURN TO:~~
PHH Mortgage Corporation
5201 Gate Parkway
Jacksonville, FL 32256
Attn: PHH Legal
651-765-6400

When Recorded Return To:
Indecomm Global Services
2925 Country Drive
St. Paul, MN 55117 *empd*

77296091

This Limited Power of Attorney is executed as of the 19 day of JULY, 2011, by Charles Schwab Bank ("Seller") in favor of PHH Mortgage Corporation, One Mortgage Way, Mount Laurel, NJ 08054 ("PHH").

Seller and PHH have entered into that certain "Loan and Servicing Rights Purchase Agreement" on the 2nd day of January 2003 (the "Agreement") pursuant to which Seller may sell and PHH may acquire mortgage loans ("Mortgage Loans"), as more fully set forth in the Agreement.

Seller hereby constitutes and irrevocably appoints PHH, by and through any of PHH's officers, employees, attorneys or agents, its true and lawful Attorney-In-Fact, in its name place and stead and for its benefit, said appointment being coupled with an interest, for the limited purposes of effecting a conveyance of Mortgage Loans acquired under the Agreement from Seller to PHH or another investor, as applicable and servicing the same as required under the Agreement, including the following items, to the extent applicable: (1) preparing, executing assignments and endorsements of Mortgage Loan Documents acquired by PHH under the Agreement, on behalf of and in the name of the Seller; (2) preparing and executing such other instruments and other documents necessary for the limited purpose of effecting the conveyance of Mortgage Loans pursuant to the terms of the Agreement (3) preparing and issuing disclosures, notices and letters to Mortgage Loan borrowers on behalf of and/or on behalf of the Seller; (4) communicating with Mortgage Loan borrowers in the name of and/or on behalf of the Seller; and (5) executing such other instruments and other documents and performing such other acts in the name of and/or on behalf of the Seller, as necessary for PHH to perform its obligations under the Agreement.

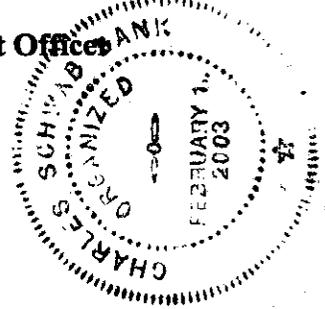
This Limited Power of Attorney shall be effective as of the date written above.

CHARLES SCHWAB BANK

By: *Rushton*
Name: Richard Rushton
Title: VP and Senior Credit Officer

Attest:
Sarah Nelson
Name: SARAH NELSON
Title: Secretary

(Corporate Seal)



ASS. COM

State of California
County of San Francisco

On July 19, 2011 before me, Jane C. Jackson, personally appeared Richard M. Rushton and Sarah Nelson, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies) and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify, under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

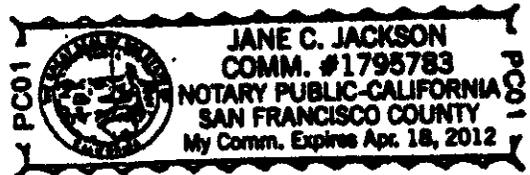
Mr. Rushton and Ms. Nelson, who executed the Limited Power of Attorney as Vice President and Senior Credit Officer and Assistant Secretary, respectively, on behalf of Charles Schwab Bank duly and severally acknowledged that said instrument is the act and deed of Charles Schwab Bank, and that they, being authorized to do so, executed and delivered said instrument and affixed the corporate seal thereto for the purposes therein contained.

WITNESS my hand and official seal.

Signature Jane C. Jackson (Seal)

Notary Public, State of California

My Commission Expires: April 18, 2012



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