

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2000 018388

2000 MAR 17 AM 10: 00

MORRIS J. WALTER
RECORDER

LIMITED POWER OF ATTORNEY

This Limited Power of Attorney is executed as of February 17, 2000 by **AAMES CAPITAL CORPORATION**, a California corporation having an office at 350 South Grand Avenue, 47th Floor, Los Angeles, CA 90071 ("Aames"), appointing as attorney-in-fact **FAIRBANKS CAPITAL CORP.**, a Utah corporation having an office at 3815 South West Temple, Salt Lake City, Utah 84115-4412 ("*Fairbanks*").

Aames hereby appoints Fairbanks as its attorney-in-fact, with full power of substitution, to exercise at any time all or any of the following powers: (i) to execute and endorse on behalf of Aames any documents or instruments necessary to collect payments against, to liquidate or cancel mortgages or deeds of trust (each, a "Security Instrument"), in connection with any bankruptcy or receivership of a mortgagor, to carry out foreclosure of any mortgaged property securing a mortgage loan, or for the offer, listing, closing of sale and conveyance of real estate owned ("*REO*") property previously securing by the Security Instrument; (ii) to take all appropriate action necessary to record any and all documents or instruments in the appropriate county and/or court; and (iii) to otherwise manage and service the mortgage loan and properties secured by such Security Instrument.

Aames represents that any bank, title company attorney or other institution may rely on this Limited Power of Attorney in honoring the acts of Fairbanks hereunder.

IN WITNESS WHEREOF, the parties have executed this Limited Power of Attorney on the day and year first above written.

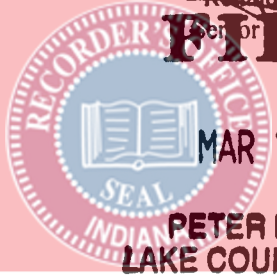
[corporate seal]

AAMES CAPITAL CORPORATION

Witness: 
Name: Laura Chavarin

By: 
Name: Ronald E. Holman

Witness: 
Name: Cathy Guerrero de Jesus



FILED

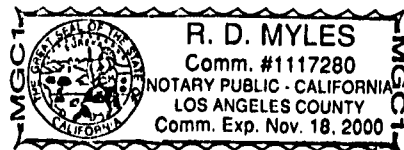
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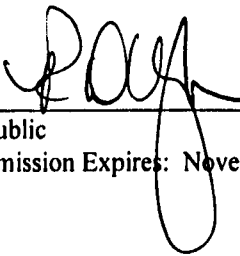
STATE OF CALIFORNIA)
COUNTY OF LOS ANGELES)

**PETER BENJAMIN
LAKE COUNTY AUDITOR**

On the 17th day of February, 2000 before me, a Notary Public in and for said State, personally appeared Ronald E. Holman, Laura Chavarin and Cathy Guerrero de Jesus personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the within instrument and acknowledged to me that they executed the same in their authorized capacities and that by their signatures on the instrument the persons or the entities upon behalf of which the persons acted, executed the instrument as of February 17, 2000.

WITNESS my hand and official seal.




Notary Public
My Commission Expires: November 18, 2000

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E.P.
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HOLD FOR FIRST AMERICAN TITLE