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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD
2009 SEP 15 AM 10:51
MICHAEL A. BROWN
RECORDER

RECORDING REQUESTED BY
& AFTER RECORDING RETURN TO:

Litton Loan Servicing LP
4828 Loop Central Drive
Houston, Texas 77081
Attention: Alison S. Walas
Prepared By: *L Kemp*

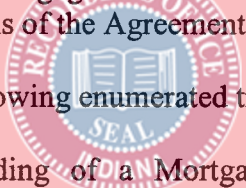
LIMITED POWER OF ATTORNEY

NOT OFFICIAL!

KNOW ALL MEN BY THESE PRESENTS, that HSBC Bank USA, National Association ("HSBC"), hereby constitutes and appoints the Litton Loan Servicing LP ("Litton"), by and through Litton's officers, HSBC's true and lawful Attorney-in-Fact, in HSBC's name, place and stead and for HSBC's benefit, in connection with all mortgage loans serviced by the Servicer pursuant to the Asset Purchase Agreement and Pooling and Servicing Agreements listed on the Addendum attached hereto ("Agreements"), for the purpose of performing all acts and executing all documents in the name of HSBC as may be customarily and reasonably necessary and appropriate to effectuate the following enumerated transactions in respect of any of the mortgages or deeds of trust (the "Mortgages" and the "Deeds of Trust", respectively) and promissory notes secured thereby (the "Mortgage Notes") (whether the undersigned is named therein as mortgagee or beneficiary or has become mortgagee by virtue of endorsement of the Mortgage Note secured by any such Mortgage or Deed of Trust) and for which the Servicer is acting as servicer, all subject to the terms of the Agreements.

This appointment shall apply to the following enumerated transactions only:

1. The modification or re-recording of a Mortgage or Deed of Trust, where said modification or re-recordings is for the purpose of correcting the Mortgage or Deed of Trust to conform same to the original intent of the parties thereto, or to correct title errors discovered after such title insurance was issued and said modification or re-recording, or to effect loss mitigation efforts in compliance with any government sponsored program or prudent servicing practice, and in all instances which does not adversely affect the lien of the Mortgage or Deed of Trust as insured.



FILED

SEP 14 2009

PEGGY HOLINGA KATONA
LAKE COUNTY AUDITOR

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Fremont - HSBC POA w/Addendum

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2. The subordination of the lien of a Mortgage or Deed of Trust to an easement in favor of a public utility company or a government agency or unit with powers of eminent domain; this section shall include, without limitation, the execution of partial satisfactions/releases, partial reconveyances or the execution of requests to trustees to accomplish same, or the subordination of the lien of a Mortgage or Deed of Trust to a lease of said property for oil or mineral development where (1) such lease does not adversely affect the lien of the Mortgage or Deed of Trust as insured (2) such lease is customary in the area and (3) exercise of such lease will not have a material effect on the value of the property, prevent the use of the property as a residence, or expose the residents to serious health or safety hazards.
3. The conveyance of the properties to the mortgage insurer, or the closing of the title to the property to be acquired as real estate owned, or conveyance of title to real estate owned.
4. The completion of loan assumption agreements.
5. The full satisfaction/release of a Mortgage or Deed of Trust or full conveyance upon discharge by payment or other satisfaction of all sums secured thereby, including, without limitation, cancellation of the related Mortgage Note.
6. The assignment of any Mortgage or Deed of Trust and the related Mortgage Note, in connection with the repurchase of the mortgage loan secured and evidenced thereby.
7. The full assignment of a Mortgage or Deed of Trust upon payment and discharge of all sums secured thereby in conjunction with the refinancing thereof, including, without limitation, the assignment of the related Mortgage Note.
8. With respect to a Mortgage or Deed of Trust, the foreclosure, the acceptance of a short sale agreement, the taking of a deed in lieu of foreclosure, or the completion of judicial or non-judicial foreclosure or termination, cancellation or rescission of any such foreclosure, or sale, including, without limitation, any and all of the following acts:
 - a. the substitution of trustee(s) serving under a Deed of Trust, in accordance with state law and the Deed of Trust;
 - b. the preparation and issuance of statements of breach or non-performance;
 - c. the preparation and filing of notices of default and/or notices of sale;
 - d. the cancellation/rescission of notices of default and/or notices of sale;
 - e. the taking of a deed in lieu of foreclosure or the acceptance of a short sale agreement; and
 - f. the preparation and execution of such other documents and performance of such other actions as may be necessary under the terms of the Agreement, Mortgage, Deed of Trust or state law to expeditiously complete said transactions in paragraphs 8.a. through 8.e., above.
9. With respect to the sale of property acquired through a foreclosure or deed-in lieu of foreclosure, including without limitation, the execution of the following documentation:
 - a. listing agreements;
 - b. purchase and sale agreements;

- c. grant/warranty/quit claim deeds or any other deed causing the transfer of title of the property to a party contracted to purchase same;
- d. escrow instructions;
- e. any and all documents necessary to effect the transfer of property


The undersigned gives said Attorney-in-Fact full power and authority to execute such instruments and to do and perform all and every act and thing necessary and proper to carry into effect the power or powers granted by or under this Limited Power of Attorney as fully as the undersigned might or could do, and hereby does ratify and confirm to all that said Attorney-in-Fact shall lawfully do or cause to be done by authority hereof.


Third parties without actual notice may rely upon the exercise of the power granted under this Limited Power of attorney; and may be satisfied that this Limited Power of Attorney shall continue in full force and effect and has not been revoked unless an instrument of revocation has been made in writing by the undersigned.


IN WITNESS WHEREOF, HSBC has caused its corporate seal to be hereto affixed and these presents to be signed and acknowledged in its name and behalf by Alexander Pabon its duly elected and authorized Vice President this 3rd day of August, 2009.

HSBC Bank USA, National Association

Document is NOT OFFICIAL
 This Document is the property of the Lake County Recorder

By: 
 Name: Alexander Pabon
 Title: Vice President

Witness: 
 Name: Audrey Zabriskie
 Title: Officer


Witness: 
 Name: Nancy Luong
 Title: Corporate Trust Specialist

STOP

STATE OF New York
 COUNTY OF New York

On August 3rd, 2009, before me, the undersigned, a Notary Public in and for said state, personally appeared Alexander Pabon, Vice President for HSBC Bank USA, National Association, personally known to me to be the person whose name is subscribed to the within instrument and acknowledged to me that he/she executed that same in his/her authorized capacity, and that by his/her signature on the instrument the entity upon behalf of which the person acted and executed the instrument.

WITNESS my hand and official seal.
 (SEAL)


 Notary Public

My Commission Expires _____

NINA NASSAR
 No. 01NA6166279
 Notary Public, State of New York
 Qualified in New York County
 My Commission Expires 06/25/2011

Addendum

Inv Code	Deal
#296-6	<p><u>Home Equity Loan Trust 2006-FM1, Asset Backed Pass-Through Certificates</u> -Pooling and Servicing Agreement dated as of August 1, 2006 by and between ACE Securities Corp., as Depositor, Fremont Investment & Loan, as Servicer, Fremont Investment & Loan, as Originator and Wells Fargo Bank, N.A., as Master Servicer and Securities Administrator, Wells Fargo Bank, N.A., as Custodian and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-7	<p><u>Fremont Home Loan Trust 2003-A, Asset-Backed Certificates, Series 2003-A</u> -Pooling and Servicing Agreement dated as of August 1, 2003 by and between Financial Asset Securities Corp., as Depositor, Fremont Investment & Loan, as Servicer, Wells Fargo Bank Minnesota, National Association, as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-8	<p><u>Fremont Home Loan Trust 2003-B, Asset Backed Certificates, Series 2003-B</u> -Pooling and Servicing Agreement dated as of November 1, 2003 by and between Asset Backed Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank Minnesota, National Association, as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-9	<p><u>Fremont Home Loan Trust 2004-A, Asset Backed Certificates, Series 2004-A</u> -Pooling and Servicing Agreement dated as of February 1, 2004 by and GS Mortgage Securities Corp., as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank Minnesota, National Association, as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-10	<p><u>Fremont Home Loan Trust 2004-B, Asset-Backed Certificates, Series 2004-B</u> -Pooling and Servicing Agreement dated as of May 1, 2004 by and between Financial Asset Securities Corp., as Depositor, Fremont Investment & Loan, as Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-11	<p><u>Fremont Home Loan Trust 2004-C, Asset Backed Certificates, Series 2004-C</u> -Pooling and Servicing Agreement dated as of August 1, 2004 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-12	<p><u>Fremont Home Loan Trust 2004-D, Asset Backed Certificates, Series 2004-D</u> -Pooling and Servicing Agreement dated as of November 1, 2004 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-13	<p><u>Fremont Home Loan Trust 2005-A, Asset Backed Certificates, Series 2005-A</u> -Pooling and Servicing Agreement dated as of February 1, 2005 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP)</p>
#296-14	<p><u>Fremont Home Loan Trust 2005-B, Asset Backed Certificates, Series 2005-B</u> -Pooling and Servicing Agreement dated as of May 1, 2005 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master</p>

	<p>Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-15	<p><u>Fremont Home Loan Trust 2005-C, Asset Backed Certificates, Series 2005-C</u> -Pooling and Servicing Agreement dated as of July 1, 2005 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-16	<p><u>Fremont Home Loan Trust 2005-D, Asset Backed Certificates, Series 2005-D</u> -Pooling and Servicing Agreement dated as of November 1, 2005 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and Swap Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-17	<p><u>Fremont Home Loan Trust 2005-E, Asset Backed Certificates, Series 2005-E</u> -Pooling and Servicing Agreement dated as of December 1, 2005 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-18	<p><u>Fremont Home Loan Trust 2006-A, Mortgage-Backed Certificates, Series 2006-A</u> -Pooling and Servicing Agreement dated as of May 1, 2006 by and between Financial Asset Securities Corp., as Depositor, Fremont Investment & Loan, as Sponsor, Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer, Trust Administrator and Swap Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-19	<p><u>Fremont Home Loan Trust 2006-B, Asset Backed Certificates, Series 2006-B</u> -Pooling and Servicing Agreement dated as of August 1, 2006 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-20	<p><u>Fremont Home Loan Trust 2006-C, Asset Backed Certificates, Series 2006-C</u> -Pooling and Servicing Agreement dated as of September 1, 2006 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Sponsor, Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and Swap Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-21	<p><u>Fremont Home Loan Trust 2006-D, Asset Backed Certificates, Series 2006-D</u> -Pooling and Servicing Agreement dated as of November 1, 2006 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Sponsor, Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and Swap Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>
#296-22	<p><u>Fremont Home Loan Trust 2006-E, Asset Backed Certificates, Series 2006-E</u> -Pooling and Servicing Agreement dated as of December 1, 2006 by and Fremont Mortgage Securities Corporation, as Depositor, Fremont Investment & Loan, as Sponsor, Originator and Servicer, Wells Fargo Bank, N.A., as Master Servicer and Trust Administrator and Swap Administrator and HSBC Bank USA, National Association, as Trustee (<u>Litton Loan Servicing LP is successor servicer to Fremont Investment & Loan per the Asset Purchase Agreement dated May 7, 2008 between Fremont Investment & Loan and Litton Loan Servicing LP</u>)</p>