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STATE OF INDIANA
LAKE COUNTY
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2013 018566

2013 MAR 13 AM 9:20

MICHAEL B. BROWN
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Pgs:3	\$36.00	T20130005594
01/22/2013	08:12AM	Electronic Recording
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Franklin County Recorder		PO

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POWER OF ATTORNEY

Prepared by:

Selene Finance LP
9990 Richmond Avenue Suite 400 S
Houston, TX 77042

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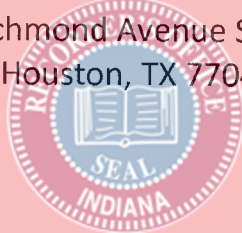
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GRANTOR:

The Secretary of Housing and Urban Development ("HUD")
451 7th Street, S.W., Washington, DC 20410

GRANTEE:

Selene Finance LP
9990 Richmond Avenue Suite 400 S
Houston, TX 77042



AMOUNT \$ 15
 CASH CHARGE
 CHECK# 016408
 OVERAGE 1.00
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LIMITED POWER OF ATTORNEY

THE SECRETARY OF HOUSING AND URBAN DEVELOPMENT ("HUD"), having an address of 451 7th Street, S.W., Washington, D.C. 20410, hereby appoints each of **CP-SRMOF II 2012-A Trust** and/or its designee Selene Finance LP, as its true and lawful Attorney-in-Fact to act in the name, place and stead of HUD solely for the purposes set forth below relating to the sale of non-performing mortgage loans purchased by (i) **SRMOF II 2012-1 Trust** ("SRMOF") from HUD pursuant to the terms and conditions provided in that certain Conveyance, Assignment and Assumption Agreement ("SRMOF CAA Agreement") dated as of September 13, 2012 by and between SRMOF and HUD for Single Family Loan Sale 2012-3 and contemporaneously assigned by **SRMOF II 2012-1 Trust** to **CP-SRMOF II 2012-A Trust** and (ii) **CPCA Trust I** ("CPCA") from HUD pursuant to the terms and conditions provided in that certain Conveyance, Assignment and Assumption Agreement ("CPCA CAA Agreement") dated as of September 13, 2012 by and between CPCA and HUD for Single Family Loan Sale 2012-3 and contemporaneously assigned by **CPCA Trust I** to **CP-SRMOF II 2012-A Trust**. This limited power of attorney is effective only for the Mortgage Loans, as defined by the SRMOF CAA Agreement and the CPCA CAA Agreement, listed in **EXHIBIT A-1** and **EXHIBIT A-2**. The said attorney-in fact is hereby authorized and empowered, as follows:

1. To endorse, on behalf of HUD, the Note or equivalent for each Mortgage Loan provided in **EXHIBIT A-1** or **EXHIBIT A-2** to **CP-SRMOF II 2012-A Trust** where **CP-SRMOF II 2012-A Trust** or its designee Selene Finance LP bears full responsibility for ensuring such endorsements are in a form that complies with applicable local, state and federal law. The authorization for endorsement is strictly limited to endorsement of such Mortgage Loan promissory notes to **CP-SRMOF II 2012-A Trust**. Any endorsement to any other entity other than **CP-SRMOF II 2012-A Trust**, shall be void.
2. To execute, on behalf of HUD, an Assignment of Mortgage, Deed of Trust or equivalent for each Mortgage Loan provided in **EXHIBIT A-1** or **EXHIBIT A-2** to **CP-SRMOF II 2012-A Trust** where **CP-SRMOF II 2012-A Trust** or its designee Selene Finance LP bears full responsibility for ensuring such assignments are in a form that complies with applicable local, state and federal law. The authorization for assignment is strictly limited to Assignment of Mortgage of Mortgage Loans to **CP-SRMOF II 2012-A Trust**. Any assignment to any other entity other than **CP-SRMOF II 2012-A Trust** shall be void.

This instrument is to be construed and interpreted as a limited power of attorney and does not empower or authorize the said attorney-in-fact to do any act or execute any document on behalf of HUD not specifically described herein.

The rights, powers, and authority of the attorney-in-fact granted in this instrument shall commence and be in full force and effect on the date hereof and such rights, powers

and authority shall remain in full force and effect until 11:59 p.m. Eastern Time, on October 18, 2013.

IN WITNESS WHEREOF, HUD has caused this Limited Power of Attorney to be executed and delivered under seal by its duly authorized agent as of the 14th day of September, 2012.

SECRETARY OF HOUSING AND
URBAN DEVELOPMENT

By

Kathleen S. Malone
Authorized Agent

ACKNOWLEDGEMENT

STATE OF District of Columbia
)ss.

COUNTY OF Washington

Before me, the undersigned, a Notary Public in and for the said County and State, personally appeared Kathleen Malone Authorized Agent of the Asset Sales Office, Department of Housing and Urban Development and acknowledged that he/she is duly authorized to sign for the Department of Housing and Urban Development and has the authority to delegate such duties provided in the foregoing instrument. Furthermore, he/she acknowledged that he/she signed the foregoing instrument and that the same is his/her free and voluntary act and deed of said corporation. In testimony and witness whereof, I have hereunto set my hand and seal this 14th day of September 2012.



Nikeisha Joyner-Wiggins
Notary Public

District of Columbia: SS
Subscribed and Sworn to before me
this 14th day of September, 2012
Nikeisha Joyner-Wiggins
Nikeisha Joyner-Wiggins/Notary Public, D.C.
My commission expires June 30, 2016

