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LIMITED POWER OF ATTORNEY

Wilmington Finance, a division of AIG Federal Savings Bank (hereinafter called "Seller") hereby appoints CitiFinancial Mortgage Company, Inc. ("Purchaser"), as its true and lawful attorney-in-fact to act in the name, place and stead of Seller for the purposes set forth below. This Limited Power of Attorney is given pursuant to a certain Master Mortgage Loan Purchase Agreement by and between Seller and CitiFinancial Mortgage Company, Inc. (the "Agreement") to which reference is made for the definition of all capitalized terms herein.

Now therefore, Seller does hereby constitute and appoint Purchaser the true and lawful attorney-in-fact of Seller and in Seller's name, place, and stead with respect to each mortgage loan sold to Purchaser pursuant to the Agreement for the following, and only the following, purposes:

- To execute, acknowledge, seal and deliver deed of trust/mortgage note endorsements, assignments of deed of trust/mortgage and other recorded documents, satisfactions/releases/reconveyances of deed of trust/mortgage, tax authority notifications and declarations, deeds, bills of sale, and other instruments of sale, conveyance, and transfer, appropriately completed, with all ordinary or necessary endorsements, acknowledgments, affidavits, and supporting documents as may be necessary or appropriate to effect its execution, delivery, conveyance, recordation or filing.
- To negotiate Loan payment checks, hazard insurance claim checks and similar negotiable instruments received related to the Loans and take other actions incident to its ownership and servicing of the Loans.

Seller intends that this Limited Power of Attorney be coupled with an interest and is not revocable.

Seller further grants to its attorney-in-fact full authority to act in any manner both proper and necessary to exercise the foregoing powers, and ratifies every act that Purchaser may lawfully perform in exercising those powers by virtue hereof. Seller further grants to Purchaser the limited power of substitution and revocation of another party for the purposes set forth therein, hereby ratifying and confirming all that the attorney in fact, or a substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers. This power of attorney shall not be used to create any new obligation of the Seller to the Purchaser or for the institution of suit in the Seller's name.

Purchaser shall indemnify, defend, and hold harmless Seller, its successors and assigns, from and against any and all losses, costs, expenses (including, without limitation, reasonable attorneys' fees), damages, liabilities, demand, or claims of any kind whatsoever, ("Claims") arising out of, related to, or in connection with (i) any act taken by Purchaser pursuant to this Limited Power of Attorney, which act results in a Claim solely by virtue of the unlawful use of this Limited Power of Attorney (and not as a result of a Claim related to the underlying instrument with respect to which this Limited Power of Attorney has been used), or (ii) any use or misuse of this Limited Power of Attorney in any manner or by any person or entity not expressly authorized hereby.

IN WITNESS WHEREOF, Seller has executed this Limited Power of Attorney this 7th Dec. of 2004

Wilmington Finance, a division of AIG Federal Savings Bank:

By: [Signature]
Name (Print): Carl Messina
Title: SVP

Witnesses:

[Signature]
[Signature] 2014 083836

STATE OF: PA
COUNTY OF: Montgomery

BEFORE ME, Jonathan P Herb, a Notary Public in and for the jurisdiction aforesaid, on this 7 day of December, 2004, personally appeared Carl Messina, who is personally known to me to be SVP. The person who executed the foregoing instrument to be his/her free and voluntary act and deed as SVP for the uses, purposes and consideration therein set forth.

Witness my hand and official seal this 7 of December, 2004
My Commission Expires: [Signature]

Notary Signature

Notarial Seal
Jonathan P. Herb, Notary Public
Plymouth Twp., Montgomery County
My Commission Expires July 23, 2006
Member Pennsylvania Association of Notaries

STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

2014 DEC 30 PM 2:32

MICHAEL C. BROWN
RECORDER

TRUE AND CORRECT COPY
ORIGINAL RECORD FILED IN
TARRANT COUNTY, TEXAS
SUZANNE HENDERSON, COUNTY CLERK

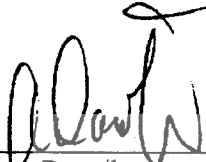
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5808987
EW

APPOINTMENT OF SUBSTITUTE UNDER POWER OF ATTORNEY

To All Whom These Presents Shall Come, Greeting:

Whereas, **Wilmington Finance**, a division of **AIG Federal Savings Bank**, by a power of attorney under its hand dated **12/7/2004**, appointed the undersigned, **CitiFinancial Mortgage Company, Inc.**, its attorney in fact for it and in its name, with limited power of substitute to appoint another to endorse or assign notes or security instruments in **Wilmington Finance**, a division of **AIG Federal Savings Bank**, in connection with a Purchase Agreement.

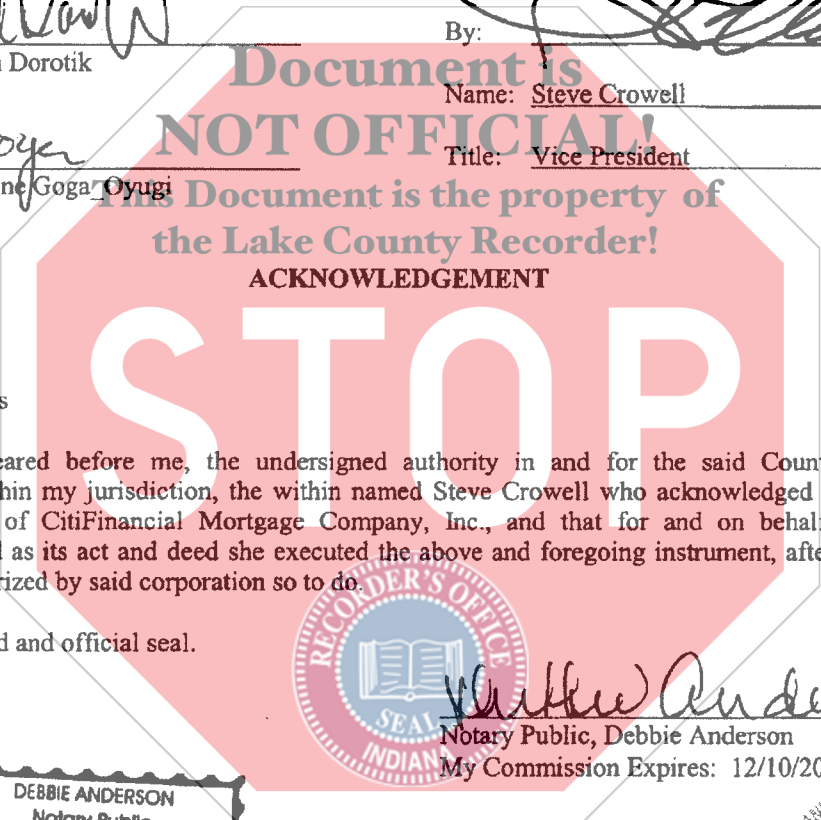
Now, therefore, by virtue of such power, **CitiFinancial Mortgage Company, Inc.**, hereby appoints **Orion Financial Group, Inc.**, or any of its authorized agents, employees or representatives to be the attorney in fact of the said **Wilmington Finance**, a division of **AIG Federal Savings Bank**, for it and in its name, to do and perform only the acts of endorsing or assigning those notes, contracts, and other evidence of debt and the related security instruments.


Witness: Aaron Dorotik

CitiFinancial Mortgage Company, Inc.
By: 


Witness: Caroline Goga Oyugi

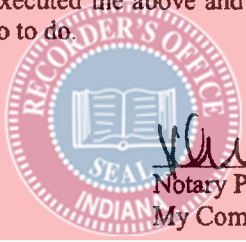
Name: Steve Crowell
Title: Vice President




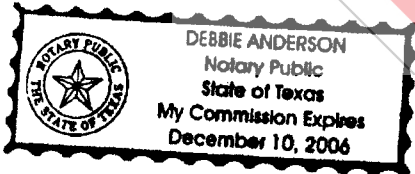
State of Texas
County of Dallas


Personally appeared before me, the undersigned authority in and for the said County and State, 12/10/2004, within my jurisdiction, the within named **Steve Crowell** who acknowledged that he is the Vice President of **CitiFinancial Mortgage Company, Inc.**, and that for and on behalf of the said corporation, and as its act and deed she executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Witness my hand and official seal.




Notary Public, **Debbie Anderson**
My Commission Expires: **12/10/2006**




TRUE AND CORRECT COPY OF ORIGINAL RECORD FILED IN TARRANT COUNTY, TEXAS.
SUZANNE HENDERSON, COUNTY CLERK



ORION FINANCIAL GROUP
 CATHY LAFFERTY
 2860 EXCHANGE BLVD #100
 SOUTHLAKE TX 76092
 Submitter: ORION

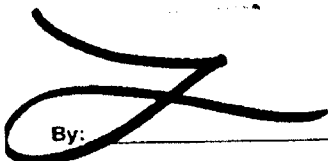
SUZANNE HENDERSON
 TARRANT COUNTY CLERK
 TARRANT COUNTY COURTHOUSE
 100 WEST WEATHERFORD
 FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

NOT OFFICIAL!

This Document is the property of
 Tarrant County Recorder!

Filed For Registration: 03/02/2005 02:43 PM
 Instrument #: D205058712
 POA 3 PGS \$16.00

By: 



D205058712

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
 OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
 RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.



TRUE AND CORRECT COPY OF
 ORIGINAL RECORD FILED IN
 TARRANT COUNTY, TEXAS.
 SUZANNE HENDERSON, COUNTY CLERK