

**FORM OF LIMITED POWER OF ATTORNEY**

This Limited Power of Attorney is dated as of April 1, 2015, by NRZ Mortgage Holdings LLC, having an office at 1345 Avenue of the Americas, 46th Floor, New York, New York 10105 ("Seller"), appointing as attorney-in-fact Pretium Mortgage Credit Partners I Loan Acquisition, LP, having an office at 120 S. 6th Street, Suite 2100, Minneapolis, MN 55402 ("Purchaser").

KNOW ALL MEN BY THESE PRESENTS, that the Seller, pursuant to that Mortgage Loan Purchase Agreement between the Seller and the Purchaser dated as of March 27, 2015 (the "Agreement"), hereby constitutes and appoints the Purchaser, the Seller's true and lawful Attorney-in-Fact, in the Seller's name, place and stead and for the Seller's benefit, in connection with all mortgage loans and REO properties subject to the terms of the Agreement (the "Assets") for the purpose of performing all acts and executing all documents in the name of the Seller as may be reasonably necessary and appropriate to effectuate any of the following enumerated circumstances.

The Purchaser is authorized to act as attorney-in-fact in the following enumerated circumstances:

The Seller hereby appoints the Purchaser 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 on behalf of the Seller any assignments, endorsements, deeds, documents or other instruments necessary to assign, convey, or otherwise transfer its interest in the Assets; and (ii) to execute on behalf of the Seller any documents necessary to carry out foreclosure or any other servicing-related activity pertaining to an Asset pursuant to the terms of the Agreement.

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, each subject to the terms and conditions set forth in the Agreement 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.

If the Purchaser receives any notice of suit, litigation or proceeding in the name of Seller, then the Purchaser shall promptly forward a copy of same to the Seller.

This Limited Power of Attorney shall terminate two (2) years from the date 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.



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

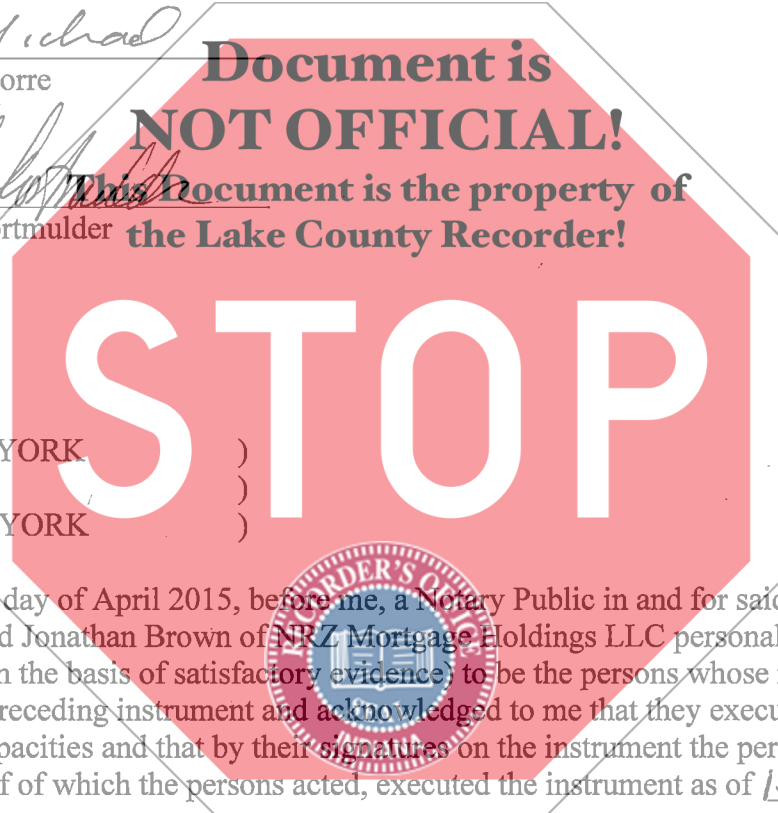
NRZ MORTGAGE HOLDINGS LLC

By: [Signature]

Its: Jonathan Brown – Interim CFO

[Signature]  
Witness Michael Torre

[Signature]  
Witness Meeka Kortmulder



STATE OF NEW YORK )  
                                  )  
COUNTY OF NEW YORK )

On the 15 day of April 2015, before me, a Notary Public in and for said State, personally appeared Jonathan Brown of NRZ Mortgage Holdings LLC personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons whose names are subscribed to the preceding 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 15<sup>th</sup> April, 2015.

WITNESS my hand and official seal.

Rosario Rutzy Lualhati  
Notary Public

ROSARIO RUTZY LUALHATI  
NOTARY PUBLIC-STATE OF NEW YORK  
No. 01LU6241290  
Qualified in New York County  
My Commission Expires May 16, 2015