

RTC, 601 Grand, DM, IA 50309 Attn: Linda Baker, 245-5606

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS:

That the Resolution Trust Corporation ("RTC"), a corporation organized and existing under the laws of the United States of America, with its principal office located in Washington, D. C. has determined it is necessary to appoint a representative to act on its behalf to preserve, maintain or liquidate assets of certain insured savings associations.

Therefore, for the purpose of preserving, maintaining or liquidating assets the RTC does hereby authorize and empower Hal D. Gilchrist, Specialist In Charge for RTC as Receiver for American Federal Savings Association of Iowa, Des Moines, Iowa to:

1. Sign, seal and deliver as the act and deed of the RTC any instrument in writing, and to do every other thing necessary and proper for the collection and recovery of any and all monies and properties of every kind and nature whatsoever for and on behalf of the RTC and to give proper receipts and acquittances therefore in the name and on behalf of the RTC;

2. Release, discharge or assign any and all judgements, mortgages on real estate or personal property [including the release and discharge of the same of record in the office of any Prothonotary or Register of Deeds wherever located where payments on account of the same in redemption or otherwise may have been made by the debtor(s)], and to endorse receipt of such payment upon the records in any appropriate public office;

3. Receipt, collect and give all proper acquittances for any other sums of money owing to the RTC for any asset which the above-named may sell or dispose of;

4. Execute any and all transfers and assignments as may be necessary to assign any securities or other choses in action;

5. Sign, seal, acknowledge and deliver any and all agreements as shall be deemed necessary or proper by the Specialist In Charge in the care and management of any assets;

6. Sign, seal, acknowledge and deliver indemnity agreements and surety bonds in the name of and on behalf of the RTC;

7. Sign receipts for the payment of all rents and profits due or to become due on any assets;

8. Execute, acknowledge and deliver deeds of real property in the name of the RTC;

INST. NO. **052698**
POLK COUNTY, IOWA
FILED FOR RECORD **15.00**
AT APR 01 1991 **12:18** **15.00**
TIMOTHY BRIEN, Recorder
By T. Cornwell Deputy

9. Extend, postpone, release and satisfy or take such other action regarding any mortgage lien held in the name of the RTC;

10. Execute, acknowledge and deliver in the name of the RTC a power of attorney wherever necessary or required by law to any attorney employed by the RTC;

11. Foreclose any mortgage or other lien on either real or personal property, wherever located;

12. Do and perform every act necessary for the use, liquidation or collection of any assets held in the name of the RTC; and

13. Sign, seal, acknowledge and deliver any and all documents as may be necessary to settle any action(s) or claim(s) asserted against the RTC either as Conservator, Receiver, or in its Corporate capacity.

This Power of Attorney shall be effective as of March 12, 1991 and shall continue until such time as this Power of Attorney has been terminated by the Board of Directors of the RTC or by any officer of the RTC authorized to do so by the Board of Directors of the RTC.

IN WITNESS WHEREOF, the RTC by its duly authorized officers empowered in that behalf by appropriate Resolution of its Board of Directors has caused these presents to be executed and subscribed in its name and its corporate seal affixed this 12th day of March, 1991.

RESOLUTION TRUST CORPORATION

NC 0224

BY: Michael Martinelli
Michael G. Martinelli
Regional Director
North Central Regional Office

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

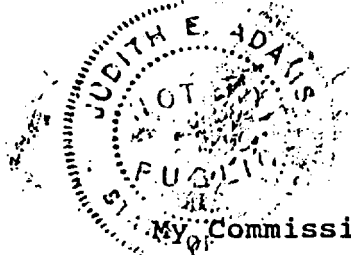
Paul M. McAuliffe
Barbara J. Saunders

ATTEST:

E. Glenn Curtis
E. Glenn Curtis
Regional Counsel
North Central Regional Office

STATE OF KANSAS)
) ss
COUNTY OF JACKSON)

On this 12th day of March, 1991, before me, a Notary Public in and for the State of Kansas, County of Johnson, personally appeared Michael J. Martinelli and E. Glion Curtis, to me known personally, who being by me first duly sworn did each depose that they are respectively Regional Director and Regional Counsel of the North Central Regional Office of the Resolution Trust Corporation ("Corporation") in whose name the foregoing Power of Attorney has been executed and subscribed, who further said that the seal affixed to the said Power of Attorney is the corporate seal of the said Corporation and that the said Power of Attorney was executed and subscribed on behalf of the said Corporation and its seal thereto affixed by due authority of the Corporation's Board of Directors and the said Michael J. Martinelli and E. Glion Curtis acknowledged the said Power of Attorney to be the free act and deed of the said Corporation.



Judith E. Adams
Notary Public, State of Kansas
County of Johnson JUDITH E. ADAMS

My Commission expires:

May 18, 1994

State of Iowa }
County of Polk } ss
Timothy J. Brien, Recorder of said County, hereby
certify the foregoing writing is a photographic copy
from the original record in this office and from the
whole thereof, which is recorded in Book 6355
Page 672 dated at Des Moines, Iowa in said
County on this 2nd day of April, 1991.
TIMOTHY J. BRIEN
Recorder of Polk County, Iowa
By [Signature] Deputy

114-307

DELAWARE COUNTY IOWA
FILED

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BOOK 16 PAGE 363
RECORDER

\$15.00

RESOLUTION TRUST CORPORATION

TO

HAL D. GILCHRIST

R.T.C.
601 Grand Avenue
Des Moines, Iowa 50309

Copy