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PREPARED BY & RETURN TO: Judi Brooks
RELEASES - 27th Floor
FDIC
500 W. Monroe St.
Chicago, IL 60661

FILED
JOHNSON COUNTY, KANSAS

1200 1996 APR 11 A 8:32.5

SARA F. ULLMANN
REGISTER OF DEEDS

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DELAWARE COUNTY IOWA
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RECORDED
\$26.00

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that the FEDERAL DEPOSIT INSURANCE CORPORATION, a Corporation organized and existing under an Act of Congress, hereinafter called the "FDIC", acting in its Receivership or separate Corporate capacity, or as Manager of the FSLIC Resolution Fund, or as Successor to the RESOLUTION TRUST CORPORATION in its capacity as Conservator or Receiver, has acquired and will acquire certain assets for liquidation and determined that it is necessary to appoint a representative to act on its behalf in connection with the maintenance and liquidation of said assets, hereinafter called the "Acquired Assets."

That Burton McNeil has been duly appointed to execute and deliver documents of depository institutions as the representative of the FDIC; and that under Section C (38) of the Resolution of FDIC's Board of Directors dated June 12, 1990, Seal No. 49112, the undersigned Mary C. Wurzer, Assistant Regional Manager, Midwest Service Center, is empowered to execute Powers of Attorney on behalf of FDIC.

THEREFORE, said FEDERAL DEPOSIT INSURANCE CORPORATION for the purpose of facilitating the maintenance and liquidation of the foregoing ACQUIRED ASSETS in accordance with its rights and privileges, does hereby authorize and empower Burton McNeil, its attorney-in-fact, to:

(1) Sign, seal and deliver as the act and deed of the FDIC 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 FDIC and to give proper receipts and acquittances therefore in the name and on behalf of the FDIC;

(2) Release, discharge or assign any and all judgments, 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 FDIC for any acquired asset which the attorney-in-fact may sell or dispose of;

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(4) Execute any and all transfers and assignments as may be necessary to assign any securities or other choices in action;

(5) Sign, seal, acknowledge and deliver any and all agreements as shall be deemed necessary or proper by the attorney-in-fact in the care and management of the Acquired Assets;

(6) Sign, seal, acknowledge and deliver indemnity agreements and surety bonds in the name of and on behalf of the FDIC;

(7) Sign receipts for the payment of all rents and profits due or to become due on the Acquired Assets;

(8) Execute, acknowledge and deliver deeds of real property in the name of the FDIC;

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

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

(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 the Acquired Assets held in the name of the FDIC;

(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 FDIC, either in its Receivership or Corporate capacity, or as Manager of the FSLIC Resolution Fund.

This Power of Attorney shall be effective immediately and shall continue until terminated by any official of the FDIC authorized to do so by the Board of Directors of the FDIC.

IN WITNESS WHEREOF, the FDIC by its duly authorized officers empowered in that behalf by appropriate Resolution of its Board of Directors, has caused these presents to be subscribed in its name and its corporate seal to be thereunto affixed this 1st day of March 1996.

FEDERAL DEPOSIT INSURANCE CORPORATION

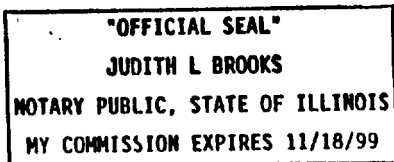
By Mary C. Wurzer
Name Mary C. Wurzer
Title Assistant Regional Manager
Division of Depositor & Asset Services
Midwest Service Center

State of Illinois)

) SS

County of Cook)

On this 1st day of March 1996, before me, a Notary Public in and for the State of Illinois, (County of Cook), personally appeared Mary C. Wurzer, to me known personally, who being by me first duly sworn did depose that she is Assistant Regional Manager, Midwest Service Center, Division of Depositor & Asset Services, of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Power of Attorney has been subscribed, and that the said Power of Attorney was subscribed on behalf of the said Corporation by due authority of the Corporation's Board of Directors, and the said Mary C. Wurzer acknowledged the said Power of Attorney to be the free act and deed of the said Corporation.



Glenn A. Brooks
Notary Public, State of Illinois
County of Cook JUDITH L. BROOKS

My Commission Expires 11-18-99

ATTEST: Valerie J. Best
Valerie J. Best

SIGNED, SEALED AND DELIVERED
IN THE PRESENCE OF:

Regina S. Rose
Art & Letters

UNITED STATES OF AMERICA)
) SS
DISTRICT OF COLUMBIA)

On this 28th day of March, 1996, before me, a Notary Public in and for the District of Columbia, personally appeared Valerie J. Best, to me known personally, who being by me first duly sworn did depose that she is Assistant Executive Secretary of the Federal Deposit Insurance Corporation, the Corporation in whose name the foregoing Power of Attorney has been subscribed, who further said that the seal affixed to the said Power of Attorney is the corporate seal of the said Federal Deposit Insurance Corporation, and that the said Power of Attorney was 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 Valerie J. Best acknowledged the said Power of Attorney to be the free act and deed of the said Corporation.


Deborah A. Denekas
Notary Public, District of Columbia
United States of America
Deborah A. Denekas

My Commission expires June 14, 2000



State of Kansas)
)SS
Johnson County)

I, the undersigned Register of Deeds of Johnson County, Kansas, do hereby certify that the within and foregoing is a true, complete, and correct copy as recorded in Volume 4846 at Page 169; total number of pages 4 as the same remains of record in this office.

Witness my hand and official seal this 15th day of April, A.D., 1996.

Stacy L. Green, Deputy
Register of Deeds