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Filing Fee \$15.00
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State of Oklahoma
County of Oklahoma
Oklahoma County Clerk
Carolynn Caudill

RECORD AND RETURN TO:
NATIONAL LOAN INVESTORS, L.P.
3030 N.W. EXPRESSWAY, SUITE 1313
OKLAHOMA CITY, OK 73112



LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, the Undersigned, **U.S. BANK NATIONAL ASSOCIATION** ("Seller"), for valuable consideration, given and paid by **National Loan Investors, L.P.** ("Buyer"), the receipt which is hereby acknowledged, constitutes and appoints Patrick T. Morrissey or M. JaLynn Benton (duly authorized Officers of Buyer), or her/his successor(s) in office, as the true and lawful Attorneys-In-Fact of Seller ("Attorney"), with full power in the name and stead of Seller but for the benefit of Buyer, to endorse, and/or assign without recourse to Buyer, any and all indebtedness, notes, commercial paper, promises to pay, conditional sales contracts, and other obligations (collectively, the "Loans"), described in that certain Loan Purchase Agreement(s) dated November 7, 2001, between the Seller and the Buyer, under which Loan Purchase Agreement title to the Loans and other property and all right, title and interest of Seller in all security for the Loans, have been sold, delivered to and vested in Buyer; together with any and all claims chooses in action, rights and causes of action relating thereto, including without limitation any and all insurance policies held as security for said Loans, and all other property of every kind described in said Loan Purchase Agreement; Seller hereby ratifying and confirming all acts and things lawfully done by the Attorney or his substitute or substitutes in pursuance of the authority herein granted.

This Limited Power of Attorney shall be effective as of the execution date hereof, and shall continue in full force and effect until the earlier of May 31, 2002, or Seller's execution and deliver to the Buyer of an instrument revoking the authority here granted.

IN WITNESS WHEREOF the Seller has executed this instrument on this 29 day of NOVEMBER, 2001.

U. S. BANK NATIONAL ASSOCIATION

Witness:

James L. Nelson
James L. Nelson

By: Kent M. Wheelock
Kent M. Wheelock, Vice President 5

Pamela H. Voss
Pamela H. Voss
Pkg. 338

CERTIFIED COPY

DEC 14 2001

CAROLYNN CAUDILL
County Clerk, Oklahoma County
By: [Signature] Deputy

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2002-06-11 09:56:58
Cook County Recorder 23.50

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JHC

STATE OF MINNESOTA)

COUNTY OF HENNINGEN)

On November 29 2001, before me, personally appeared Kent Wheelock, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

My Commission Expires:

Mary Jo Barbara York
Notary Public



National Loan Investors, L.P.
3030 N.W. Expressway, Suite 1313
Oklahoma City, Oklahoma 73112

Prepared By: *M. Lynn Benton*
M. Lynn Benton

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