

INDEXED MICROFILM

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS: That the undersigned Citicorp Person-to-Person Financial Center, Inc., a Delaware corporation (hereafter called "Principal"), does hereby constitute and appoint Barclays American Financial, Inc., a North Carolina corporation (hereafter called "Buyer"), M. Y. Guerricagaitia, L. M. Bowen, J. D. Ballenger, Eric Newman, Wallace C. Tyser, Jr., and

hereinafter called "Attorneys"), and each of them, the true and lawful attorneys-in-fact of Principal, each with full power by an instrument in writing to appoint a substitute or substitutes and to revoke any such appointment, for and in the name and stead of Principal, but for the benefit and on behalf of Buyer, (a) to demand, reduce to possession, sue upon, collect, receive, receipt for, convey, transfer, or endorse or assign without recourse, any and all loan obligations, sales contracts, conditional sales contracts, accounts receivable, and other obligations, secured and unsecured (hereafter sometimes collectively referred to as "accounts"), and any and all security agreements, pledges, bills of sale, liens, mortgages, deeds of trust, and judgments or decrees, wherever located or of record, collateral to or security or arising out of the said accounts or any security therefor, and all other property and property rights of every kind and nature described in that certain Bill of Sale bearing the same date as the date hereof, evidencing the sale and conveyance of certain assets of Principal to Buyer, (b) to amend, cancel, release, satisfy, or discharge any and all of such accounts and security (both real and personal) therefor and any and all of such judgments, decrees, mortgages, deeds of trust, security instruments and public record filings, in whole or in part, (c) to endorse any checks or other negotiable instruments given in payment of any of said accounts, and (d) in connection with the exercise of any of the foregoing powers, to perform all acts, including the execution, acknowledgment, recording, and delivery of amendments, acquittances, releases, satisfactions, and other instruments in writing which may be necessary or desirable in order to carry the foregoing powers into effect.

Principal hereby declares that all the powers conferred hereby are coupled with an interest and are and shall be irrevocable by Principal or by its dissolution or in any manner or for any reason whatsoever and hereby ratify and confirm all acts and things done by Attorneys, or any of them, or the substitute or substitutes of them or any of them, in pursuance of the authority herein granted.

IN WITNESS WHEREOF, Principal has caused this instrument to be executed and its corporate seal to be hereunto affixed and attested by its proper officers thereunto duly authorized on this 17th day of February, 19 84.

Citicorp Person-to-Person
Financial Center, Inc.

By: Its: Vice President

ATTEST:


Judy A. Kountz
Asst. Secretary

SEAL

Corporate Seal

ck
8.00

84 APR 27 PM 2 52

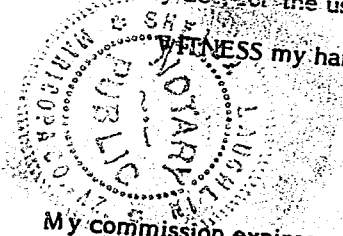
Ret:
BARCLAYS AMERICAN
P.O. Box 7318
BEND, OR

7038

STATE OF ARIZONA
COUNTY OF MARICOPA

97708

I, Sheila Laughlin, a Notary Public in and for said County and State, do hereby certify that Charles H. Johnson and Judy A. Kountz, personally known to me to be the same persons whose names are respectively designed and signed above as Vice President and Assistant Secretary of CPTP Financial Center, Inc. subscribed to the foregoing instrument, appeared before me this day in person and severally acknowledged that they, being thereunto duly authorized, signed, sealed with the corporate seal, and delivered the said instrument as the free and voluntary act of said corporation and as their own free and voluntary act for the uses and purposes therein set forth.



My commission expires: My Commission Expires May 3, 1987

Sheila Laughlin
Notary Public

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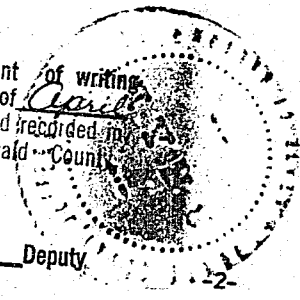
JEFFERSON COUNTY,
1984 APR 19 AM 10:22
ELAINE HENDERSON
COUNTY CLERK
DEPUTY
BY

STATE OF OREGON,
COUNTY OF CROOK, } ss 72034
I CERTIFY that the within instrument of writing was received for record on the 13 day of April A.D. 19 84 at 10:30 clock A. M., and recorded in Deeds MF# 72034 of said County.
Grace S. Bannon, County Clerk
By Betty Black Deputy



STATE OF OREGON)
COUNTY OF JEFFERSON) ss

I CERTIFY that the within instrument of writing was received for record on the 19 day of April A.D. 19 84 at 10:22 clock A. M., and recorded in Deeds MF# 150927 of said County.



Elaine L. Henderson, County Clerk
By Marlene A. York Deputy

150927

STATE OF OREGON: COUNTY OF KLAMATH:ss
I hereby certify that the within instrument was received and filed for record on the 27th day of April A.D., 19 84 at 2:52 o'clock P. M., and duly recorded in Vol M84, of Deeds on page 7037.

Fee: \$ 8.00

EVELYN BIEHN, COUNTY CLERK
by: Pam Smith, Deputy