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Return to: Klamath County Title '95 DEC 12 P333

K-47521

POWER OF ATTORNEY

KNOW ALL PERSONS BY THESE PRESENTS, that STATE STREET BANK AND TRUST COMPANY, as Trustee for Oregon Commercial Mortgage, Inc., 1995-1 Commercial Mortgage Pass-Through Certificates, Series 1995-1, ("State Street"), has determined:

That it is necessary to appoint a representative to act on its behalf in connection with the modification of certain mortgage loans (individually the "Loan", collectively the "Loans") conveyed to State Street, as Trustee pursuant to that certain Pooling and Service Agreement, dated as of September 1, 1995, among Oregon Commercial Mortgage, Inc. 1995-1, Equitable Real Estate Investment Management, Inc. (now known as Amresco Management, Inc.), Hanford/Healy Asset Management Company and State Street.

THEREFORE, said State Street for the purpose of facilitating the extension and modification of the Loans, does hereby appoint, authorize and empower Amresco Management, Inc. ("Amresco") as its attorney-in-fact to:

1. Execute any and all documents as may be necessary to modify and extend the Loans;
2. Do and perform every act necessary for the modification and extension of the Loans in the name of State Street;

This Power of Attorney shall be effective immediately and shall continue until the sooner of (i) when each and every Loan has been modified and extended, or (ii) when terminated by any official of State Street authorized to do so.

IN WITNESS WHEREOF, State Street by its duly authorized representative has caused these presents to be subscribed in its name this 6 day of December, 1995.

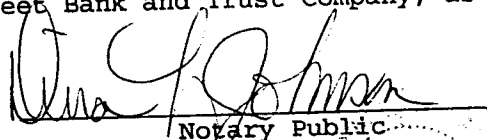
STATE STREET BANK AND TRUST COMPANY, as Trustee for Oregon Commercial Mortgage, Inc., 1995-1 Commercial Mortgage Pass-Through Certificates, Series 1995-1

By: 
Name: **Sandy L. Cody**
Title: **Assistant Vice President**

Washington

STATE OF Massachusetts)
COUNTY SUFFOLK)

The foregoing instrument was acknowledged before
me this 6th day of December, 1995 by
SANDY LAMARR GODY of State Street Bank and Trust Company, as
SANDY LAMARR GODY Trustee.


Notary Public

Dina L. Johnson
Notary Public
My Commission Expires June 16, 2000

STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of Klamath County Title Company the 12th day
of December A.D., 1995 at 3:33 o'clock A. M., and duly recorded in Vol. M95
of Power of Attorney on Page 33914

Bernetha G. Letsch, County Clerk

FEE \$10.00

By Cheryl Russell