

RECORDING REQUESTED BY

WHEN RECORDED MAIL TO:
EXPRESS AMERICA MORTGAGE CORPORATION
P.O. Box 60610
Phoenix, AZ 85082-0610

Attn: Document Control ✓

574996 AOT

Ln. No. 7037060 SK
CHRISTIANSEN

SPACE ABOVE THIS LINE FOR RECORDER'S USE

SPECIAL LIMITED IRREVOCABLE POWER OF ATTORNEY

Know that TWI, Inc., a Nevada Corporation, a
(corporation/partnership/sole proprietorship) with its principal offices at 777 E. William #101, Carson City, NV 89701
("Principal"), does hereby make, constitute and appoint EXPRESS AMERICA MORTGAGE CORPORATION, an Arizona
corporation with offices at 9060 E. Via Linda Street, Scottsdale, AZ 85258 ("EXPRESS AMERICA"), for Principal's benefit and
in Principal's name, place and stead, Principal's true and lawful attorney-in-fact:

To execute, endorse, assign and deliver to EXPRESS AMERICA (1) the promissory note (hereinafter the
"Promissory Note") made payable to the order of Principal, relating to the property at
3580 Haystack Drive Carson City, Nevada 89705

that is now or is hereafter in the possession of EXPRESS AMERICA as contemplated by the Loan Brokerage Agreement
dated October 15, 1991 and the supplement to Loan Brokerage Agreement dated March 2, 1993
(collectively, the "Loan Brokerage Agreement") both of which are currently in effect between Principal and EXPRESS
AMERICA, (2) any beneficial or mortgagee's interest, or assignment thereof, and any and all other rights and interests, under
all mortgages, deeds of trust, security agreements and other instruments evidencing, making or granting security for the
Promissory Note ("Mortgage Rights") and (3) all other documents evidencing, memorializing or otherwise relating to payee's
obligee's or mortgagee's interest in the loan evidenced by the Promissory Note ("Documents").

Principal hereby grants to EXPRESS AMERICA full authority to act in any manner both proper and necessary to
exercise the foregoing powers as fully as Principal might or could do and perform by itself. EXPRESS AMERICA agrees that
it shall exercise the power granted it hereunder only through an officer of EXPRESS AMERICA.

Principal and EXPRESS AMERICA hereby acknowledge and agree that EXPRESS AMERICA has an interest in the
subject matter of the power granted herein, in that the loan evidenced by the Promissory Note (and the related Mortgage Rights
and Documents) were, as contemplated by the Loan Brokerage Agreement, originated and closed in the name of Principal with
Principal being denominated the original payee on the Promissory Note and the original beneficiary or mortgagee on the deed
of trust or mortgage securing payment of the Promissory Note, and immediately upon and concurrently with the closing of the
loan, Principal and EXPRESS AMERICA do hereby agree that EXPRESS AMERICA is hereby vested irrevocably with the power
granted herein and that Principal does hereby forever renounce all right to revoke this Special Limited Irrevocable Power of
Attorney or any of the powers conferred upon EXPRESS AMERICA hereby or to appoint any other person to execute the said
power and Principal also renounces all right to do any of the acts which EXPRESS AMERICA is authorized to perform by this
power.

If prior to the exercise of the power hereby conferred upon EXPRESS AMERICA, Principal shall have become bankrupt,
dissolved, liquidated, disabled, incapacitated, or have died, and EXPRESS AMERICA shall have thereafter exercised such
power, Principal hereby declares any such acts performed by EXPRESS AMERICA pursuant to this power binding and effective
in the same manner that they would have been had such bankruptcy, dissolution, liquidation, disability, incapacity or death of
Principal not have occurred.

This instrument is being re-recorded

Executed on 2-23-, 1994, at Carson City, NV to add the name of the Principal, and
the principal's state.

PRINCIPAL: TWI, INC. A NEVADA CORPORATION

By: [Signature]
Steve Pascal
Its: President

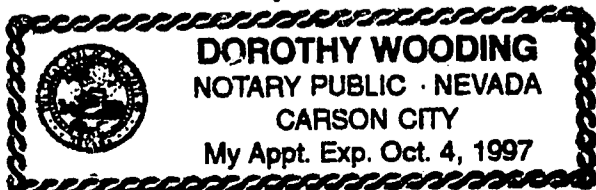
Corporations, Partnerships or Individuals

State of Nevada ss:

County of Carson City

On February 23, 1994, personally appeared before me, a notary public, Steve Pascal
personally known to me to be the person whose name is subscribed to the above instrument who acknowledged that he
executed the instrument.

Witness my hand and official seal.



By: [Signature] 331136
DOROTHY WOODING
Title: LOAN OFFICER
BK 0395 PG 4036 BK 0294 PG 5012
358774

COPY

358774
BK0395PG4087

REQUESTED BY
Express America
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'95 MAR 27 P1 23

LINDA SLATER
RECORDER

\$8.00 PAID *[Signature]* DEPUTY

331136

BK0294PG50ND3

REQUESTED BY
WESTERN TITLE COMPANY, INC.
IN OFFICIAL RECORDS OF
DOUGLAS CO., NEVADA

'94 FEB 28 P12:39

SUZANNE BEAUDREAU
RECORDER

\$8.00 PAID *[Signature]* DEPUTY