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Limited Power of Attorney Dated October 24, 2011

Type of Document

(Example: Declaration of Homestead, Quit Claim Deed, etc.)

Recording Requested By:

Ticor Title

Return Documents To:

Name Bilzen Sumberg Baena Price & Axelrod LLP

Address 1450 Brickell Ave., Suite 2300

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This instrument was prepared for:

Suzanne Cress Williams, Esquire
Senior Corporate Counsel - Corporate Trust Services
U.S. Bank Trust Legal
214 N. Tryon St
Charlotte, NC 28202-1078

After recording return to:

Edward A. Kalish, Esquire
Bilzin Sumberg Baena Price
& Axelrod LLP
1450 Brickell Avenue, Suite 2300
Miami, Florida 33131

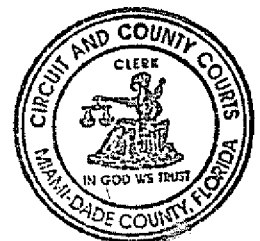
LIMITED POWER OF ATTORNEY DATED OCTOBER 24, 2011

BY

**BANK OF AMERICA, NATIONAL ASSOCIATION
(ALSO KNOWN AS BANK OF AMERICA, N.A.)
AND
BANK OF AMERICA NATIONAL TRUST DELAWARE**

IN FAVOR OF

**U.S. BANK NATIONAL ASSOCIATION
AND
U.S. BANK TRUST NATIONAL ASSOCIATION**





**BANK OF AMERICA, NATIONAL ASSOCIATION
BANK OF AMERICA NATIONAL TRUST DELAWARE**

LIMITED POWER OF ATTORNEY

COUNTY OF COOK
STATE OF ILLINOIS

KNOW ALL PERSONS BY THESE PRESENTS:

THAT, pursuant to the Purchase Agreement, dated as of November 11, 2010 (the "Purchase Agreement"), by and among (i) Bank of America, NA ("BANA"), Bank of America (GSS) Limited and Bank of America National Trust Delaware ("BA National Trust") (collectively referred to herein as "Sellers"), and, solely with respect to Sections 6.2 and 12.10 thereof, Bank of America Corporation, and (ii) U.S. Bank National Association ("USB"), U.S. Bank Trust National Association ("USB Trust") and Elavon Financial Services Limited (collectively referred to herein as "Buyers"), Buyers purchased corporate trust appointments (the "Appointments") of Sellers constituting substantially all of the Securitization Trust Administration Business (as defined in the Purchase Agreement) of Sellers.

THAT, each of BANA and BA National Trust has this day made, constituted and appointed, and by these presents does make, constitute and appoint trust officers of USB and USB Trust (the "Officers"), acting individually, its true and lawful agents and attorneys in fact ("Attorneys in Fact"), to the extent provided herein.

THEREFORE, each of BANA and BA National Trust does hereby authorize and empower each of the Officers individually, in its name, place and stead, subject to the limitations set forth below, to execute and deliver any and all instruments of transfer and assignment as USB or USB Trust deems to be necessary to assign, or evidence the assignment of, pursuant to and in furtherance of the Purchase Agreement and the Assignment and Assumption Agreements (as defined in the Purchase Agreement), any Appointments to USB and USB Trust, respectively, including without limitation the following: instruments of resignation, and/or appointment; amendments to UCC financing statements; assignments (or other documents of transfer) of security interests or ownership interests in real or personal property (including without limitation the assignment of same of record in the office of any federal agency or state, county or city responsible for the recording of security interests or ownership interests in real or personal property) whether or not evidenced by mortgages, security agreements, collateral assignments or leases; forms of UCC financing statements and assignments thereof; notices, directions and other communications to loan servicers; instruments necessary to draw upon letters of credit or make claims under insurance policies; and any and all documents presented to USB or USB Trust by the applicable loan servicer as necessary to release, in whole or in part, any mortgage, encumbrance, lien, assignment, UCC financing statement, lease, or other claim to real or personal property which exists, or is claimed to exist, in favor of BANA or BA National Trust in connection with the Appointments.

Notwithstanding any provision of the foregoing authorizations, solely for purposes of the indemnification provisions set forth in the Purchase Agreement, nothing herein, or the fact that



any action (including without limitation execution of any instrument or other document) has been taken hereunder, shall be deemed to effect in any manner whatsoever any allocation of liability, or indemnification obligation, set forth in the Purchase Agreement (including without limitation, in Article 12 thereof), in taking any action authorized hereby, including without limitation executing any instrument or other document, the Attorneys in Fact shall be deemed to be acting by and on behalf of USB or USB Trust, as the case may be.

All third parties may rely completely, unconditionally and conclusively on the authority of the Attorneys in Fact, and need not inquire as to whether their authority has been validly exercised.

This Limited Power of Attorney shall be effective immediately and shall continue until terminated in writing by any officers of BANA and BA National Trust and received by USB and USB Trust, which termination shall be effective only for matters occurring after receipt of such notice terminating this Limited Power of Attorney. This Limited Power of Attorney shall supersede and replace the Limited Power of Attorney executed by BANA and BA National Trust on January 27, 2011 (the "Prior LPOA") in favor of the Attorneys in Fact, it being understood that any actions taken by the Attorneys in Fact pursuant to the authority given them under the Prior LPOA shall remain authorized as if taken pursuant to this Limited Power of Attorney.

This Limited Power of Attorney (any non-contractual obligations arising out of or in connection with it) shall be governed by and construed in accordance with the laws of the State of New York.

IN WITNESS OF WHICH, each of the BANA and BA National Trust has caused this Limited Power of Attorney to be executed by a duly authorized person on the 24th day of October 2011.

BANK OF AMERICA, N.A.

By: Thomas G. Lehmann
Name: Thomas Lehmann
Title: Senior Vice President

BANK OF AMERICA NATIONAL
TRUST DELAWARE

By: Thomas G. Lehmann
Name: Thomas Lehmann
Title: Senior Vice President

COUNTY OF COOK
STATE OF ILLINOIS

Before me, personally appeared Thomas Lehmann, who is an officer of Bank of America, National Association and BA National Trust, who acknowledged to me this instrument as the free act and deed of said companies.

GIVEN UNDER my hand and seal of office this 24th day of October, 2011.



Maria Kotsiovos
Notary Public
My commission expires: *March 11, 2013*

STATE OF FLORIDA, COUNTY OF DADE
I HEREBY CERTIFY that the foregoing is a true and correct copy of the original on file in this office. 04/20 AD 2012
HARVEY RUVIN, Clerk of Circuit and County Courts
Deputy Clerk JH 4Aug

