

AGREEMENT, dated the 24th day of April, 1978, between  
ALCOA CREDIT COMPANY, Delaware corporation ("Alcoa Credit") and  
GENERAL ELECTRIC CREDIT CORPORATION, a New York corporation ("GECC").

For a good and valuable consideration, the receipt and sufficient of which is hereby acknowledged, ALCOA CREDIT and GECC hereby agree as follows:

1. Alcoa Credit hereby constitutes and appoints and Vice President of the Special Products Financing Business Section, Consumer Financial Department of GECC or any Manager - Credit and Collections, Administrator - Credit and Collections, Manager - Home Modernization Operation, Region Manager or Territory Manager of said Section (but without authority to further delegate the power hereby given) its Attorney-in-Fact to execute and acknowledge in the name of Alcoa Credit (I) satisfactions and releases of retail installment sales contracts, conditional sales contracts, chattel mortgages, home improvement contracts, liens noted on certificates of title, real estate mortgages and deeds of trust. (II) termination statements under the Uniform Commercial Code. (III) assignments and reassignments or retail installment sales contracts, conditional sales contracts, chattel mortgages, home improvements contracts, real estate mortgages, deeds of trust and (IV) assignments of security interests under the Uniform Commercial Code. The authority and power granted hereunder is limited solely to those accounts assigned to GECC under an Agreement between GECC and Alcoa Credit dated September 29, 1970.

IN WITNESS WHEREOF, the parties hereto have caused this Agreement to be duly executed the day and year first above written.

ALCOA CREDIT COMPANY

BY: *[Signature]*  
Vice President

ATTEST: *[Signature]*  
Assistant Secretary

Signed, sealed and delivered in the presence of:

*[Signature]*  
Plain Witness  
*[Signature]*  
Notary Public

NOTARY PUBLIC  
STATE OF NEW YORK  
IN AND FOR THE COUNTY OF  
WESTCHESTER