

LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that _____
("Dealer") does hereby make, constitute and appoint **General Motors Acceptance Corporation ("GMAC")** its true and lawful Attorney-in Fact for it and in its name, stead and behalf, to execute any and all documents necessary to transfer ownership of vehicles on behalf of **Dealer** and identified on the **PGRS Vehicle Authorization Request Forms** that dealer may execute from time to time in favor of **GMAC**, provided that any such transfers are in accordance with instructions issued by **GMAC** to dealer.

In consideration of the issuance of this Power of Attorney, **Dealer** hereby indemnifies, defends and holds harmless **GMAC** their officers, directors, employees, successors and assigns from and against any and all loss, damage, liability, claims, causes of action and expenses of whatever kind and nature, arising from the execution by **GMAC** or its employees or agents of documents related to vehicle ownership transfers, except for loss, damage, liability, claims, causes of action, and expenses of whatever kind and nature, attributable to the intentional misconduct of **GMAC** or their employees, agents or delegates.

The powers and authority granted under this Limited Power of Attorney shall, unless sooner terminated or revoked, cease four years from the date of execution as set forth below.

IN WITNESS WHEREOF, **Dealer** and **GMAC** has caused this instrument to be executed on the ____ day of _____, 200__.

Corporate Name: _____
By: _____
Printed Name: _____
Title: _____

State of _____ Parish/County of _____

Subscribed and sworn before me, a notary public, in and for said parish/county and state, this ____ day of _____, 200__.

NOTARY

Acknowledged and agreed to by **General Motors Acceptance Corporation**.

By: _____
Name: _____
Title: _____