

ALABAMA

COUNTY OF SHELBY
POOL NO 7

491

ASSIGNMENT OF MORTGAGES

FOR VALUE RECEIVED, FLEET FINANCE, INC., A DELAWARE CORPORATION

located at 30 PERIMETER PARK, ATLANTA, GEORGIA 30341

does hereby grant, bargain, sell, transfer, assign, convey and set over
unto CHEMICAL BANK, A NEW YORK BANKING CORPORATION

at 55 WATER STREET, NEW YORK, NY 10041

all its interest under each security deed recorded in the Office of the
Clerk of the County Court of SHELBY County, Alabama,
listed and more particularly described in Exhibit A attached hereto and
incorporated herein by this reference, together with the note or notes
therein described or referred to, the moneys due and to become due thereon
with interest, and all rights accrued or to accrue under said mortgages.

IN WITNESS WHEREOF, the Assignor has hereunto set its hand this,
the 7th day of FEBRUARY, 19 91.

Signed and delivered
in the presence of:

FLEET FINANCE, INC.

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BY [Signature]
WITNESS

BY

[Signature]
TESS LADINO
VICE PRESIDENT

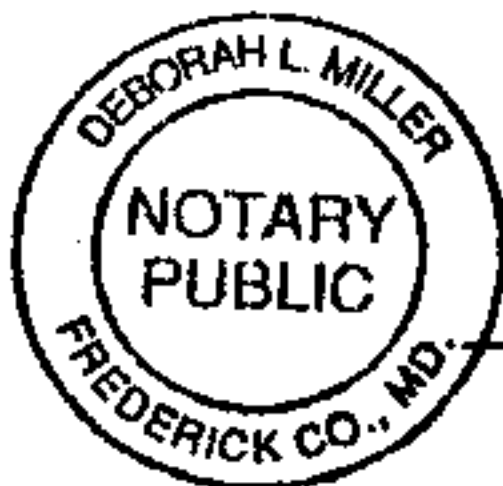
BY

[Signature]
HOLLY MCDONALD
ASSISTANT SECRETARY

STATE OF MARYLAND

COUNTY OF FREDERICK

On FEBRUARY 7, 1991, before me, the undersigned, a Notary Public in and
for said County and State, personally appeared TESS LADINO
known to me to be the person who executed the within instrument as the
VICE PRESIDENT, and HOLLY MCDONALD
known to me to be the person who executed the within instrument as the
ASSISTANT SECRETARY of the Corporation that executed the
within instrument and acknowledged to me that the Corporation executed the
within instrument pursuant to its by-laws or a resolution of its board of
directors.



[Signature]
DEBORAH L. MILLER (COMMISSION EXP. 7/24/94)
NOTARY PUBLIC

WHEN RECORDED MAIL TO:
ONTRAK ASSIGNMENT SERVICE
P.O. BOX 3829
FREDERICK, MD. 21701-0907

PREPARED BY:

[Signature]
KARLEEN PARKER
P.O. BOX 3829
FREDERICK, MD 21701

(OAS.AL.B) - BLANKET

C = \$038.
P = \$001

J = 243C.S.



ASSIGNMENT OF MORTGAGES

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EXHIBIT A

POOL NO. 7

STATE OF ALABAMA
COUNTY OF SHELBY

RECORDING DATA

FRAME BORROWER

BENEFICIARY

LOAN NO. DATE OF MORTGAGE	CARD NO.	BOOK	PAGE	FICHE/ROLL	FRAME	BORROWER	BENEFICIARY
58309741 11-28-89 (1398)		270	791.			DENISE B. KNOX OWENS AND HUSBAND, STEVE OWENS	MORTGAGE LENDERS, INC.
5173559 11-16-89 (1703)		267	797			MARIE ROGERS, AN UNMARRIED WOMAN	CLEWIS & ASSOCIATES D/B/A NATIONAL FUNDING, LTD.
8651904 10-06-89 (1703)		261	679			DAVID E. THOMAS AND MELINDA THOMAS, A MARRIED COUPLE	CLEWIS & ASSOCIATES D/B/A NATIONAL FUNDING, LTD.
24128126 03-13-87 (1703)		121	546			WILLIAM T. ARNOLD AND WIFE, KAY ARNOLD	CLEWIS & ASSOCIATES, INC. D/B/A NATIONAL FUNDING, LTD.
25593120 01-29-90 (1703)		277	964			THOMAS WILEY STUBBS, JR. AND WIFE LAJUANA STUBBS	HORIZON FUNDING, INC.
35573697 04-24-90 (1703)		289	679			BARBARA WEBSTER AND HUSBAND, GRAHAM WEBSTER	ATLANTIC ACCEPTANCE COMPANY, INC.
60529927 10-27-89 (1703)		266	98			LUKE E. FOWLER AND WIFE, EVELYN L. FOWLER	FLEET FINANCE, INC.
63616519 11-09-89 (1703)		266	317			BILLY K. STEVENSON AND WIFE, BRENDA J. STEVENSON	ACTION EQUITY, INC.
64624835 02-10-87 (1703)		115	587			BRAD LINDSEY AND WIFE, GRACE ANN LINDSEY	SOUTHERN FUNDING, INC., A LOUISIANA CORPORATION D/B/A SOUTHERN HOMESTEAD, INC.
65154373 08-26-88 (1703)		204	265			BOYCE A. PERRY AND WIFE, J. DIANE PERRY	FIRST CAPITAL MORTGAGE CORPORATION
70563673 11-22-89 (1703)		267	635			PHILIP REED KING AND RUBIE SMITH KING, HUSBAND AND WIFE	HORIZON FUNDING, INC.

STATE OF ALABAMA
I CERTIFY THAT
INSTRUMENT WAS FILED
91 MAY -7 AM 9:03
JUDGE OF PROBATE

500
1300
100
1900

PAGE

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P-S.001.062

C-S.038.0001