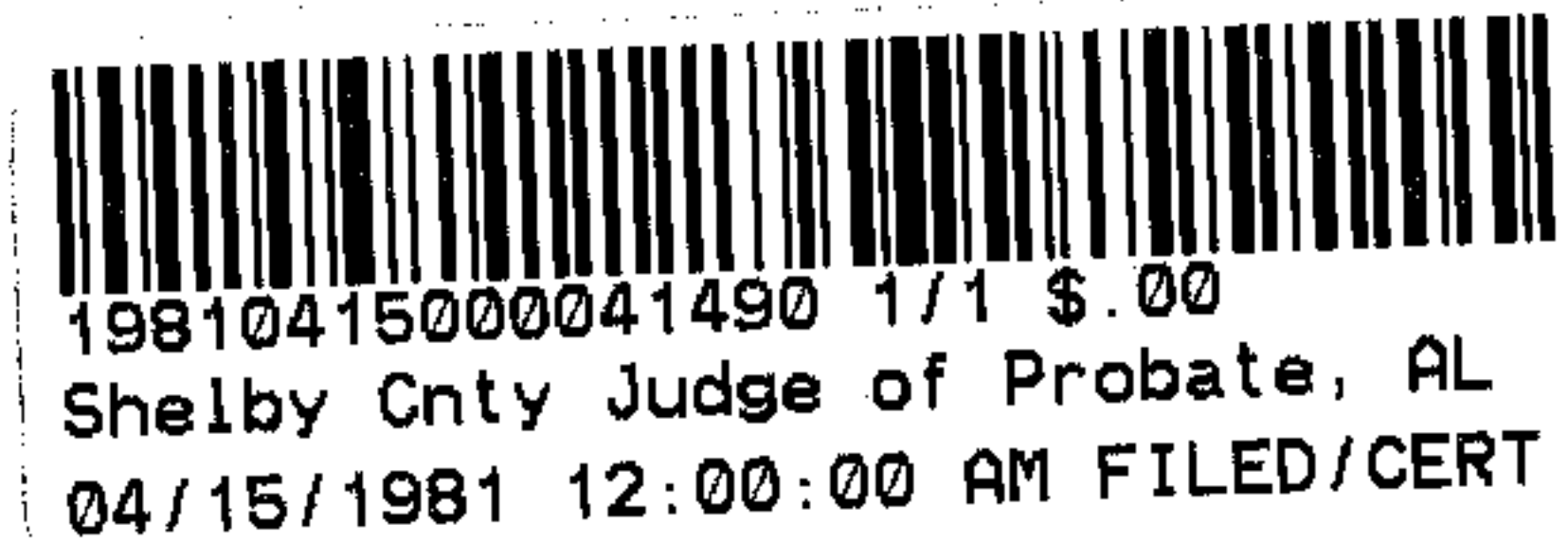


Pamela Nix E#222,761--CONV
ENGEL MORTGAGE COMPANY, INC.
POST OFFICE BOX 847
BIRMINGHAM, AL 35201

TRANSFER OF MORTGAGE

STATE OF ALABAMA
COUNTY OF SHELBY



FOR VALUE RECEIVED, the undersigned, THE FIRST NATIONAL BANK OF BIRMINGHAM, a national banking association, does hereby grant, bargain, sell convey, assign and deliver unto MORGAN GUARANTY TRUST COMPANY OF NEW YORK that certain mortgage executed by:

Richard A. Franey and wife, Deanna S. Franey to THE FIRST NATIONAL BANK OF BIRMINGHAM, in the principal sum of \$ 72,000.00 dated the 31st day of March, 19 81, and filed for record on the day of , 19 81, in the office of the Probate Judge of Shelby, Alabama in Volume 411, Page 255, together with the debt thereby secured, the note therein described and all interest of the undersigned, in and to the lands and property conveyed by said mortgage.

TO HAVE AND TO HOLD unto the said MORGAN GUARANTY TRUST COMPANY OF NEW YORK its successors and assigns forever.

IN WITNESS WHEREOF, the said THE FIRST NATIONAL BANK OF BIRMINGHAM, has caused this instrument to be executed in its name by Connie N. Thomas its Vice President, and its corporate seal to be hereto affixed and attested by Alene M. Deal its Assistant Vice President both of whom are thereunto duly authorized this 7th day of April, 19 81.

THE FIRST NATIONAL BANK OF BIRMINGHAM

BY Connie N. Thomas
Vice President

ATTESTED:

BY Alene M. Deal
Assistant Vice President

STATE OF ALA. SHELBY CO.
I HEREBY THIS
INSTRUMENT WAS FILED

1981 APR 15 AM 9:16

STATE OF ALABAMA
COUNTY OF JEFFERSON

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Connie N. Thomas and Alene M. Deal whose names as Vice President and Assistant Vice President respectively, of THE FIRST NATIONAL BANK OF BIRMINGHAM, a national banking association, are signed to the foregoing conveyance and who are known to me, acknowledge before me on this date, that, being informed of the contents of the conveyance, they are such officers and with full authority, executed same voluntarily for and as the act of said association.

Given under my hand and official seal, this the 7th day of April 19 81.

Janet L. Williams
NOTARY PUBLIC

MY COMMISSION EXPIRES: June 15, 1984