

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

TRANSFER, ASSIGNMENT AND ASSUMPTION
OF HOME EQUITY LINE OF CREDIT AGREEMENT
AND MORTGAGE

FOR VALUE RECEIVED, the undersigned, RESOLUTION TRUST CORPORATION AS CONSERVATOR FOR ALTUS FEDERAL SAVINGS BANK (hereinafter referred to as "Assignor"), does hereby grant, bargain, sell, convey, assign and deliver unto AmSouth Bank, N. A., a National Association (hereinafter referred to as "Assignee"), its successors and assigns, those certain home equity line of credit agreements secured by real estate mortgages, as more particularly described on Schedule 1 attached hereto and made a part hereof, together with all interest of the Assignor in and to the indebtednesses created and secured thereby.

Assignee does assume and agree to be bound by the terms, covenants and conditions of the home equity line of credit agreements and mortgages transferred and assigned by Assignor to Assignee hereunder.

Assignor and Assignee acknowledge and agree that the transfer and assignment hereunder are made without recourse against Assignor, except with respect to the limited warranties, representations and covenants of Assignor as contained in that certain Loan Sale Agreement by and between Assignor and Assignee dated as of January 28, 1992.

TO HAVE AND TO HOLD the same unto the said Assignee, its successors and assigns forever.

IN WITNESS WHEREOF, Assignor and Assignee have caused this Agreement to be duly executed as of this 28th day of January, 1992.

RESOLUTION TRUST CORPORATION AS
CONSERVATOR FOR ALTUS FEDERAL
SAVINGS BANK

By: *J.R. Luegger*
Its: Managing Agent
(Assignor)

AMSOUTH BANK, N. A.

By: *Thomas B. Twitty*
Its: Assistant Vice President
(Assignee)

*All sent to Bank
P.O. Box 11007
Birmingham, AL 35288*

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that J. R. Crigger, an individual, acting on behalf of the Resolution Trust Corporation, as Conservator for Altus Federal Savings Bank, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this the 28th day of January, 1992.

Mary Ann Judd
Notary Public

My Commission Expires: 10/10/93

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Thomas B. Twitty, whose name as Assistant Vice President of AmSouth Bank, N. A., a National Association, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he, as such officer and with full authority, executed the same voluntarily for and as the act of said corporation.

Given under my hand and official seal, this the 28th day of January, 1992.

John McLeod Spryford
Notary Public

My Commission Expires: 7-3-93

This Instrument Prepared By:

Maurice L. Shevin
Sirote & Permutt, P. C.
P. O. Box 55727
Birmingham, AL 35255-5727

SCHEDULE 1

STATE OF ALABAMA		COUNTY OF		SHELBY	
		RECORDED		START	RECORD
MORTGAGOR(S)		AT BOOK	VOLUME	PAGE	DATE
ODIS D AMASON	JOYCE L AMASON	120		650	20-Mar-87
JAMES L BERRY	ROXANNE R BERRY	142		77	24-Jul-87
BOBBY D CUMMINGS	PATRICIA P CUMMINGS	140		357	14-Jul-87
JAMES W DAWSON	MARGARET E DAWSON	175		803	17-Mar-88
PAUL B DICKSON, JR	LEVOIN S DICKSON	217		599	13-Dec-88
GAINES R ELLISON	MARY M ELLISON	195		926	25-Jul-88
EDWARD FORMAN	CHERYL K FORMAN	244		151	26-Jun-89
ARNOLD P FREEMAN	DOROTHY A FREEMAN	212		22	03-Nov-88
JOHN M HOGWOOD	CONNIE M HOGWOOD	194		394	14-Jul-88
JESSE G HORTON, JR	CONSTANTINA L HORTON	210		859	26-Oct-88
HENRY G KELLEY, JR	MAUREEN M KELLEY	179		599	12-Apr-88
JOE KIMES	JANNELL KIMES	230		222	14-Mar-89
GARY J LANGLEY	BRENDA G LANGLEY	305		624	16-Aug-90
KENNETH L MCCORD	NINA J MCCORD	306		972	24-Aug-90
DANNY M REW	BARBARA M REW	227		813	24-Feb-89
DANIEL RHODES	EVELYN E RHODES	151		414	17-Sep-87

STATE OF ALABAMA		COUNTY OF SHELBY			
MORTGAGOR(S)		RECORDED AT BOOK	VOLUME	START PAGE	RECORD DATE
JOHN W NICHOLS	PAMELA J NICHOLS	124		385	10-Apr-87
JOYCE N PARSON	JAMES A PARSON	216		160	02-Dec-88
GALE W PARSON	CONNIE PARSON	212		360	04-Nov-88
JERRY D PATE	DANA D PATE	200		580	22-Aug-88
HOWARD W PERLIS	LORETTA J PERLIS	211		918	02-Nov-88
HARMON N WHATLEY, JR	JOY H WHATLEY	234		135	11-Apr-89

SCHEDULE 1

STATE OF ALABAMA		COUNTY OF SHELBY		RECORDED	AT BOOK	VOLUME	START PAGE	RECORD DATE
MORTGAGOR(S)								
JANE M SMITH		RE-RECORDED	200			3446	959	19-Aug-88
							465	22-Aug-88

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04/13/1992 4327
03:17 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
005 MCD 39.50