

This STATEMENT is presented to a filing officer for filing pursuant to the Uniform Commercial Code:

3. Maturity date (if any):

1. Debtor(s) (Last Name First) and address(es)

Posey, Barbara J.
Route 1
Vincent, AL 35178

2. Secured Party(ies) and address(es)

All Valley Acceptance co.
22 Inverness Cnt. Pkwy.
Suite 350
Birmingham, AL 35243

For Filing Officer (Date, Time and Filing Office)

4. This statement refers to original Financing Statement bearing File No. 020342

Filed with Shelby County Date Filed 6/8 19 88

- 5. Continuation. The original financing statement between the foregoing Debtor and Secured Party, bearing file number shown above is being filed as a continuation of the original financing statement.
- 6. Termination. Secured party no longer claims a security interest under the financing statement bearing file number shown above.
- 7. Assignment. The secured party's right under the financing statement bearing file number shown above to the property described in Item 10 has been assigned to the assignee whose name and address appears in Item 10.
- 8. Amendment. Financing Statement bearing file number shown above is amended as set forth in Item 10.
- 9. Release. Secured Party releases the collateral described in Item 10 from the financing statement bearing file number shown above.

10.

Bankers Trust Company of California N.A.
P. O. Box 24610
Oklahoma City, OK 73124-0610

1988 Connell/Breezewood 60x16 SN#1CIIA1923

Inst # 1992-24500
10/23/1992-24500
02:34 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD

26.00

No. of additional Sheets presented:

All Valley Acceptance Co.

By: _____
Signature(s) of Debtor(s) (necessary only if Item 8 is applicable).

By: *Alison Perobly*
Signature(s) of Secured Party(ies)

(1) Filing Officer Copy - Alphabetical

STANDARD FORM - FORM UCC-3

ASSIGNMENT

FOR VALUE RECEIVED, All Valley Acceptance Co. hereby sell,
assigns and transfers to BEACON FEDERAL SAVINGS ASSOCIATION,
all its interest as lien holder to the following described
collateral;

20393583 1988 CONNELL BREEZEWOOD VIN # 1CIIA1923

DATED: 9-25-92

All Valley Acceptance Co.

Joyce E. Lawrence

STATE OF California

COUNTY OF Orange

The foregoing instrument was acknowledged before me this

25th day of Sept., 1992 by

Joyce E. Lawrence Executive Assistant (Title)

Lorri A. Greeley
NOTARY

My Commission Expires: 8-25-95



POWER OF ATTORNEY

Resolution Trust Corporation (as receiver or conservator, as the case may be, of the Depository Institutions) as Seller (the "Seller") under the Pooling and Servicing Agreement dated as of April 1, 1992 (the "Agreement"), among Bankers Trust Company of California, N.A., as Trustee (the "Trustee"), the Seller and The CIT Group/Sales Financing, Inc., as Servicer (the "Servicer") hereby irrevocably constitutes and appoints the Servicer its true and lawful attorney-in-fact and agent, to execute, acknowledge, verify, swear to, deliver, record and file, in its name, place and stead, all instruments, documents and certificates which may from time to time be required in connection with the Agreement, including, without limitation, to execute any documents required to be executed or recorded by the Trustee pursuant to Section 2.02(b) of the Agreement. If required, the Seller shall execute and deliver to the Servicer upon request therefor, such further designations, powers of attorney or other instruments as the Servicer shall reasonably deem necessary for its purposes hereof.

RESOLUTION TRUST CORPORATION, in
its capacity as conservator or
receiver of the Depository
Institutions

By: *Kenneth J. Bacon*
Name: Kenneth J. Bacon
Title: Assistant Director-
Securitization

EXHIBIT F

SCHEDULE OF DEPOSITORY INSTITUTIONS

AmeriFirst Federal Savings Bank
Beacon Federal Savings Association
Far West Federal Savings Bank
Gibraltar Savings, F.A.
Goldome Federal Savings Bank
HomeBank Federal Savings Association
Home Owners Savings Bank, F.S.B. .
Imperial Federal Savings Association
Pelican Homestead and Savings Association
Santa Barbara Federal Savings and Loan Association
Santa Paula Savings and Loan Association
Security Federal Savings and Loan Association, F.A.
Standard Federal Savings and Loan Association
Vanguard Federal Savings Bank

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