

Recording requested by / Return to:
Peelle Management Corporation
P.O. Box 1710, Campbell, CA 95009-1710

Send Any Notices to Assignee.

Assignment of Mortgage

This Assignment of Mortgage is made and entered into as of the 15th day of October, 1992, from the Resolution Trust Corporation ("RTC") acting in its capacity as Receiver for City Federal Savings Bank, in its capacity as Receiver for City Savings Bank, F.S.B. and in its capacity as Receiver for City Savings, F.S.B., having an address at 1000 Adams Avenue, Norristown, PA 19403 (the "Assignor"), City Federal Savings Bank was formerly known as City Federal Savings and Loan Association to MAIN STREET MORTGAGE COMPANY, LIMITED PARTNERSHIP, a Delaware limited partnership, 100 Second Avenue South, St. Petersburg, FL 33701 ("Assignee"), for the sum of Ten Dollars and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the RTC as Receiver for City Federal Savings Bank does by these presents hereby ratify and confirm the assignment and transfer unto City Savings Bank, F.S.B. of all right, title and interest of RTC, as Receiver of City Federal Savings Bank in and to the mortgage below described, as set forth in that certain Purchase and Assumption Agreement herein below described and the RTC as Receiver for City Savings Bank, F.S.B., does by these presents hereby ratify and confirm the assignment and transfer unto City Savings, F.S.B. of all right, title and interest of RTC as Receiver for City Savings Bank, F.S.B. in and to the mortgage below described, as set forth in that certain Purchase and Assumption Agreement herein also described and Assignor does by these presents grant, bargain, sell, assign, transfer and set over unto the Assignee, its successors, transferees, and assigns forever, all of the rights, title and interest of said Assignor in and to the following mortgage and the lands and premises therein conveyed describing land therein as follows:

Said mortgage is recorded in the State of AL, County of Shelby
Book/volume/liber 99 on page 284
Original Mortgagor--: Arthur Lee Underwood, Rhonda S. Underwood
Original Mortgagee--: City Federal Savings Bank

Inst # 1994-03169

01/31/1994-03169
10:25 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE
002 MCD 11.00

ADDENDUM: Resolution Trust Corporation Authority attached and made part of this Agreement

IN WITNESS WHEREOF, the undersigned Receiver has caused this instrument to be executed as a sealed instrument by its Attorney-In-Fact, who was duly authorized by a Power of Attorney.

Dated: August 4, 1993

RESOLUTION TRUST CORPORATION, as Receiver for City Federal Savings Bank, as
Receiver for City Savings Bank, F.S.B. and as Receiver for City Savings, F.S.B.

By: Susanna Vargas
Attorney-In-Fact

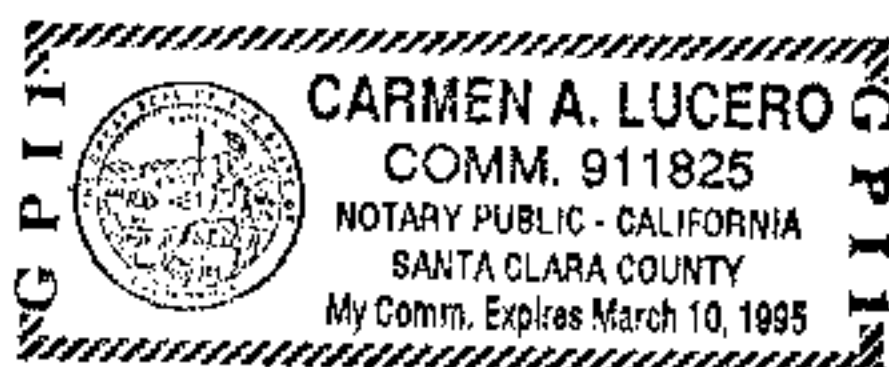
-- SEAL --
This Institution
has no corporate seal.

The Power of Attorney is being recorded simultaneously herewith.

State of California
County of Santa Clara

On August 4, 1993, before me, the undersigned, a Notary Public for said County and State, personally appeared Susanna Vargas, personally known to me to be the person that executed the foregoing instrument, and acknowledged that she is Attorney-In-Fact of RESOLUTION TRUST CORPORATION, as Receiver for City Federal Savings Bank, as Receiver for City Savings Bank, F.S.B. and as Receiver for City Savings, F.S.B., and that she executed the foregoing instrument pursuant to a resolution of its board of directors and that such execution was done as the free act and deed of RESOLUTION TRUST CORPORATION, as Receiver for City Federal Savings Bank, as Receiver for City Savings Bank, F.S.B. and as Receiver for City Savings, F.S.B.

Carmen A. Lucero
Notary: Carmen A. Lucero
My Commission Expires March 10, 1995



Prepared by: R. S. Stone
Peelle Management Corporation, P.O. Box 1710, Campbell, CA
RTC LN#: 98077802 Investor #: 000341040487 PMC#: 10002
STCO: 01-117 AL Shelby
FINAL SA.2 crest172 90172 11 007 FHL 1

1994-03169

ADDENDUM: Resolution Trust Corporation Authority

Resolution Trust Corporation was appointed Receiver of City Federal Savings Bank (formerly known as City Federal Savings and Loan Association) by order of the Office of Thrift Supervision ("OTS"), Order No. 89-460 dated December 7, 1989. The RTC, as Receiver for City Federal Savings Bank, immediately organized City Savings Bank, F.S.B., a federally chartered savings association, and authorized to take over such assets and liabilities of the City Federal Savings Bank as the RTC determined to be appropriate. RTC was appointed as Conservator for City Savings Bank, F.S.B. by OTS Order No. 89-462 dated December 7, 1989 pursuant to which RTC succeeded to all rights, titles, powers and privileges of City Savings Bank, F.S.B. On December 8, 1989, the RTC as Receiver for City Federal Savings Bank entered into a Purchase and Assumption Agreement with RTC as Conservator for City Savings Bank, F.S.B. pursuant to which the above referenced mortgage was transferred to City Savings Bank, F.S.B. The RTC was appointed as Receiver for City Savings Bank, F.S.B. by OTS Order No. 90-1763 dated September 21, 1990, pursuant to which RTC succeeded to all rights, titles, powers and privileges of City Savings Bank, F.S.B. The RTC, as Receiver for City Savings Bank, F.S.B., immediately organized City Savings, F.S.B. and caused it to be chartered as a federal savings association. The OTS, by Order No. 90-1766, dated September 21, 1990, appointed RTC as Conservator for City Savings, F.S.B., pursuant to which RTC succeeded to all rights, titles, powers and privileges of City Savings, F.S.B. On September 21, 1990, the RTC as Receiver for City Savings Bank, F.S.B. entered into a Purchase and Assumption Agreement with RTC as Conservator for City Savings, F.S.B., pursuant to which the above referenced mortgage was transferred to City Savings, F.S.B. The OTS, by Order No. 91-17 dated January 11, 1991, appointed RTC as Receiver for City Savings, F.S.B., pursuant to which RTC succeeded to all rights, titles, powers and privileges of City Savings, F.S.B. Together with any and all notes or obligations therein described or referenced to, the debt respectively secured thereby and all rights accrued or to accrue under said mortgage and notes and all sums of money due or to become due thereon, with interest thereon, and attorneys fees and all other charges.

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