

When recorded, return to:

*
* **BEAL BANC, s.A.**
* **15770 DALLAS, PARKWAY, LB-66**
* **DALLAS, TX 75248**

Control# : 1116882.1
Loan# : 00294963
Fin# : 2177
RTC Pool# : 10116FW
Srvc Ln # : 272977

ASSIGNMENT OF MORTGAGE

This Assignment of **MORTGAGE** is made and entered into as of the 27th day of July, 1994, from **Jefferson Federal Savings and Loan Association of Birmingham, (the 'Assignor')** by and through the **Resolution Trust Corporation** acting in its capacity as Receiver for the Assignor (the Resolution Trust Corporation being authorized and empowered to do so, as described on Exhibit 'A' which is attached hereto and incorporated herein by this reference) to

BEAL BANC, s.A.
(the 'Assignee'), with an address of **15770 DALLAS, PARKWAY, LB-66**
DALLAS, TX 75248

under
that certain Mortgage Loan Sale Agreement,
dated as of July 27, 1994.

For good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor does by these presents hereby grant, bargain, sell, assign, convey, transfer and set over unto the Assignee, its successors, transferees, and assigns forever, all of the rights, title and interest owned or held by said Assignor in and to the following instrument, duly recorded in the Judge of Probate of **Shelby** County, State of **AL**, described as follows:

Borrower Names:

Bert C. Carroll and wife, Jo Ann S. Carroll

Original Lender: Molton, Allen & Williams, Inc.

Date of Instrument: 3/19/75 Loan Amt:\$ 54,000.00
Date of Recording: 3/20/75
Book : 345
Page/Folio : 22

Inst # 1994-31466

10/18/1994-31466
08:40 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 HCD 16.00

Inst # 1994-31466

—> ASSIGNMENT OF MORTGAGE for 1116882.1 continued

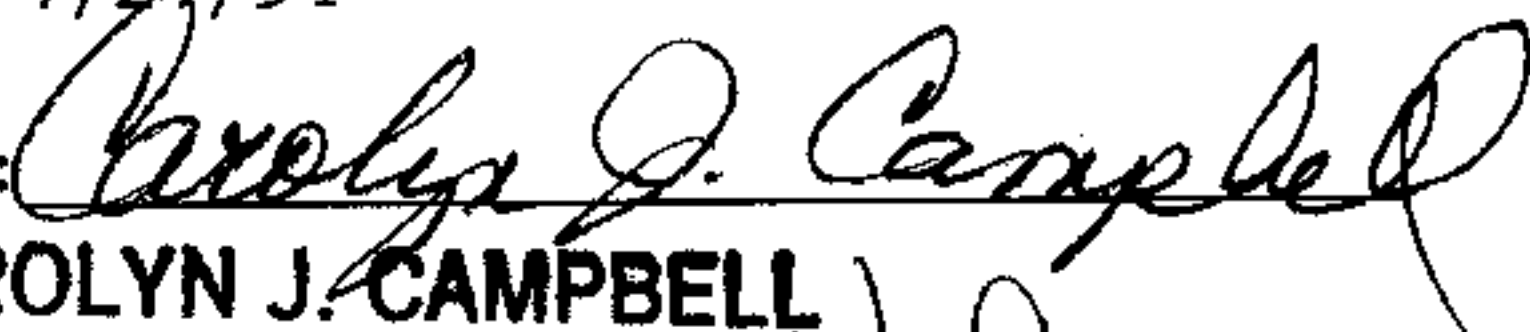
Together with any and all notes and obligations therein described or referred to, the debt respectively secured thereby and all sums of money due and to become due thereon, with interest thereon, and attorney's fees and all other charges.

This Assignment is made without recourse, representation or warranty.

Dated: 7/27/94

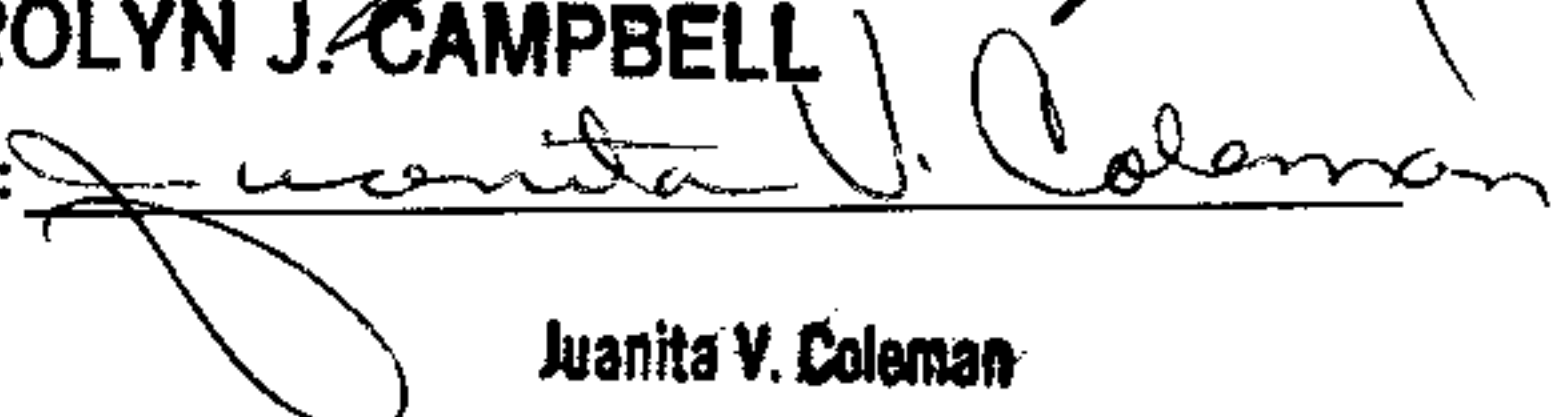
Witness:

Name:


CAROLYN J. CAMPBELL

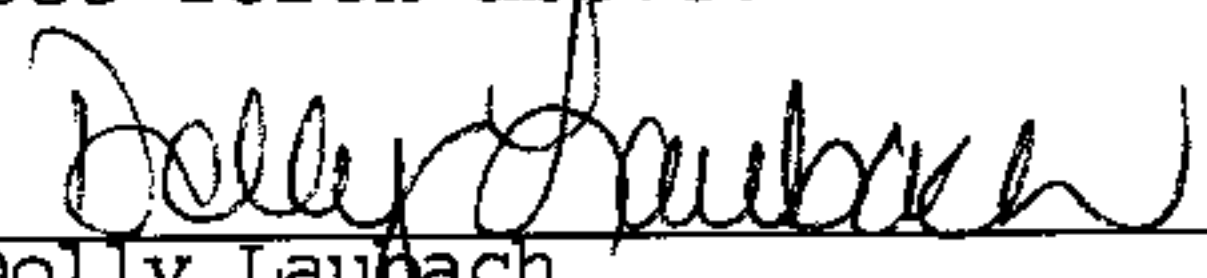
Witness:

Name:


Juanita V. Coleman

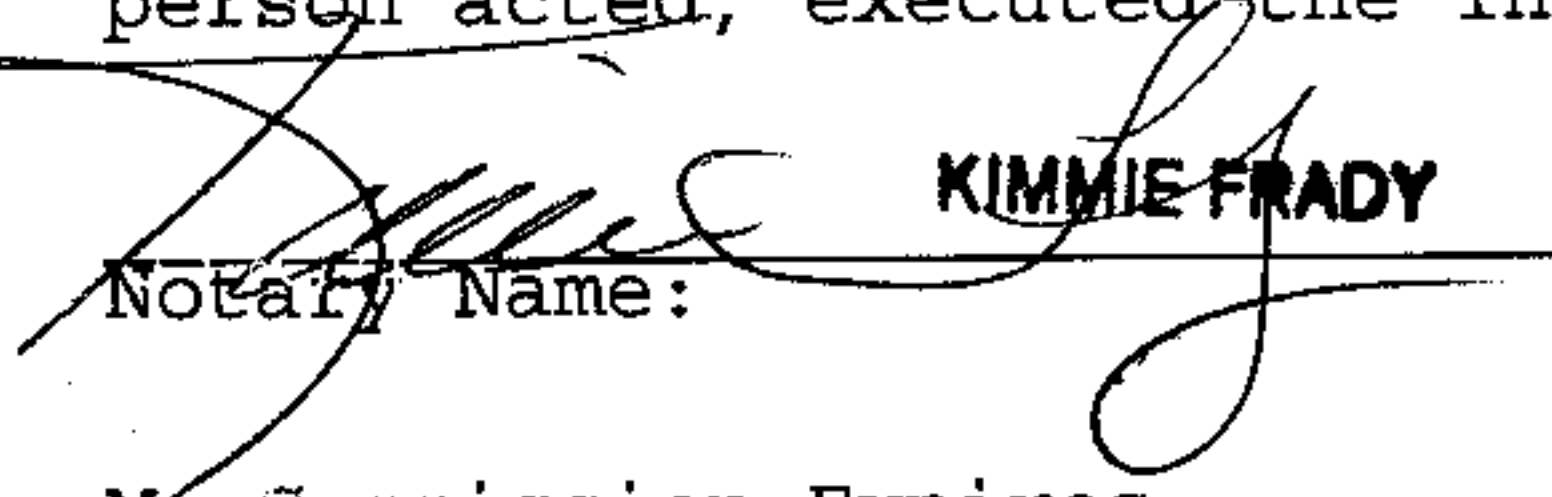
RESOLUTION TRUST CORPORATION
as Receiver of
Jefferson Federal Savings and Loan Association
of Birmingham,
as set forth above.

BY:


Dolly Laubach
Its Attorney-in-Fact

State of Georgia
County of Fulton

On 7/27/94, before me,
personally appeared **Dolly Laubach**, personally
known to me (or proved to me on the basis of satisfactory
evidence) to be the person whose name is
subscribed to the within instrument who acknowledged
that she is the authorized representative
of the **Resolution Trust Corporation** as
Its Attorney-in-Fact and acknowledged
to me that she executed the same in her authorized
capacity and that by her signature on the instrument,
the person, or the entity on behalf of which the
person acted, executed the instrument.


Notary Name:

KIMMIE FRADY

My Commission Expires:

Notary Public, Fulton County, Georgia
My Commission Expires Jan. 25, 1997

Prepared by S. Richardson

The Richardson Consulting Group, Inc. 505 San Marin Drive, #110A, Novato, CA, 94945*415-898-7200

—> ASSIGNMENT OF MORTGAGE, continued

Exhibit 'A',

Control #: 1116882.1 Fin #: 2177
Loan #: 00294963 RTC POOL#: 10116FW
Srvcr Ln #: 272977

Whereas, on May 1, 1980, American Federal Savings and Loan Association, Jackson, Alabama, merged with Jefferson Federal Savings and Loan Association of Birmingham, Birmingham, Alabama, under the name and charter of Jefferson Federal Savings and Loan Association of Birmingham; and

Whereas, on February 1, 1981, First Federal Savings and Loan Association, Arab, Alabama, merged with Jefferson Federal Savings and Loan Association of Birmingham under the name and charter of Jefferson Federal Savings and Loan Association of Birmingham; and

Whereas, on April 1, 1982, Mobile Federal Savings and Loan Association, Mobile, Alabama, merged with Jefferson Federal Savings and Loan Association of Birmingham under the name and charter of Jefferson Federal Savings and Loan Association of Birmingham; and

Whereas, on January 1, 1984, First Federal Savings and Loan Association, Monroeville, Alabama, merged with Jefferson Federal Savings and Loan Association of Birmingham under the name and charter of Jefferson Federal Savings and Loan Association of Birmingham; and

Whereas, on March 7, 1991, the Resolution Trust Corporation ("RTC") was appointed as Receiver for Jefferson Federal Savings and Loan Association of Birmingham, Birmingham, Alabama, by the Office of Thrift Supervision ("OTS") by OTS Order No. 91-138; and

Whereas, on March 7, 1991, the OTS by Order No. 91-138 chartered a new association by the name of Jefferson Federal Savings and Loan Association, F.A.; and

Whereas, on March 8, 1991, the RTC as Receiver for Jefferson Federal Savings and Loan Association of Birmingham entered into a Purchase and Assumption Agreement with Jefferson Federal Savings and Loan Association, F.A., which agreement transferred certain assets from Jefferson Federal Savings and Loan Association of Birmingham to Jefferson Federal Savings and Loan Association, F.A.; and

Whereas, on March 7, 1991, the OTS by Order No. 91-138 appointed the RTC as Conservator for Jefferson Federal Savings and Loan Association, F.A.; and

Whereas, on March 13, 1992, the OTS by Order No. ATL-92-22 replaced the RTC as Conservator with the RTC as Receiver for Jefferson Federal Savings and Loan Association, F.A.

Therefore, pursuant to the aforesaid OTS Orders and by Operation of Law pursuant to 12 U.S.C. §1821(d)(2) (1989) and 12 U.S.C. §1441a(b) (1991), the RTC as Receiver for Jefferson Federal Savings and Loan Association, F.A. succeeded to all right, title, and interest in and to the assets, including, without limitation, the promissary note and the mortgage, deed of trust or security deed for the loan referenced above, with full power to transfer and convey same.

Inst # 1994-31466

10/18/1994-31466
08:40 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
004 MCD 16.00