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STATE OF ALABAMA

JEFFERSON COUNTY

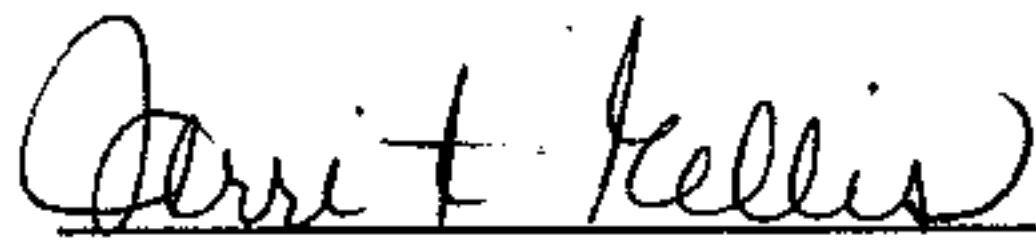
ALABAMA TRANSFER AND ASSIGNMENT

FOR VALUE RECEIVED, the undersigned, PHOENIX FINANCIAL SERVICE, INC., hereby transfers, assigns and conveys unto AMERICAN GENERAL FINANCE, INC. all its right, title, interest, powers and option in, to and under that certain Mortgage dated DECEMBER 12, 1994 from MARTHA ANN MCMULLEN & JENNIFER DUFFY to SHERRIL HILYER CONSTRUCTION, recorded in Real Volume 1995, Page 00051, on JANUARY 3, 1995, in the Probate Office of SHELBY County, Alabama, as well as to the land described therein and the indebtedness secured thereby.

IN WITNESS WHEREOF, the undersigned has hereunto set its hand and seal this 16TH day of MARCH, 19 95.

ATTEST:

PHOENIX FINANCIAL SERVICE, INC.


JERRI T. ELLIS, SECRETARY


ZACK ROGERS, III, EXECUTIVE VICE PRESIDENT

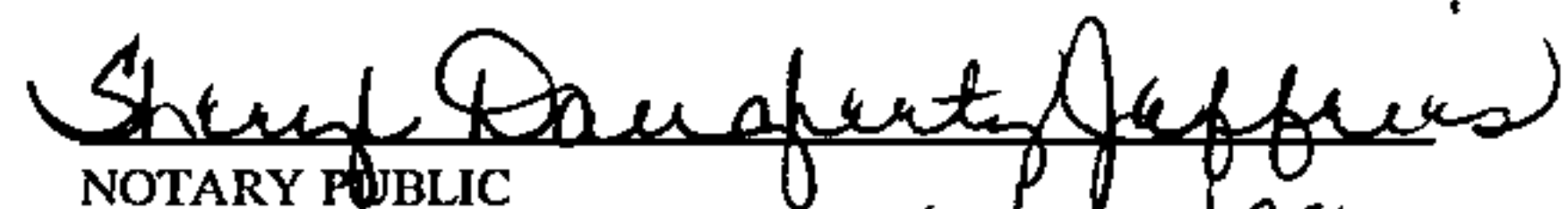
STATE OF ALABAMA

JEFFERSON COUNTY

CORPORATE NOTARY ACKNOWLEDGEMENT

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Zack Rogers, III, whose name as Executive Vice President of PHOENIX FINANCIAL SERVICE, INC., a corporation, is signed to the foregoing Transfer and Assignment, and who is known to me, acknowledged before me on this day that, being informed of the contents of the Transfer and Assignment, he, as such office and with full authority, executed the same voluntarily for and as the act of said corporation on the day the same bears date.

Given under my hand and official seal of office this 16TH day of MARCH, 19 95.


NOTARY PUBLIC
MY COMMISSION EXPIRES: 6/20/98

THIS INSTRUMENT PREPARED BY not # 1995-07611
Phoenix Financial Service, Inc.
100 Chase Park South, Suite 220
Birmingham, Alabama 35244
(205) 988-4400

03/24/1995-07611
10:04 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 SNA 11.00

Inst # 1995-07611

03/24/1995-07611
10:04 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 SNA 11.00

STATE OF ALABAMA
COUNTY OF JEFFERSON

ASSIGNMENT OF NOTE

For value received, the undersigned, PHOENIX FINANCIAL SERVICE, INC., hereby assigns to AMERICAN GENERAL FINANCE, INC. all its right, title and interest in and to that certain Installment Sales Contract, Note, and Disclosure Statement between:

SHERRIL HILYER CONSTRUCTION

(Seller)

and

MARTHA ANN MCMULLEN & JENNIFER DUFFY

(Buyer)

together with all Mortgages, Deeds to Secure Debt, Deed of Trust or other collateral instrument or additional security securing same.

DATE: MARCH 16, 1995

PHOENIX FINANCIAL SERVICE, INC.

BY: *Paul J. [Signature]*

ITS: *Asst. [Signature]*