

THIS INSTRUMENT PREPARED BY:
Kathryn S. Carver, Esquire
Lange, Simpson, Robinson
& Somerville
1700 First Alabama Bank Building
Birmingham, Alabama 35203

Inst # 1996-01693

ASSIGNMENT OF NOTES AND MORTGAGES

STATE OF ALABAMA)
COUNTY OF SHELBY)

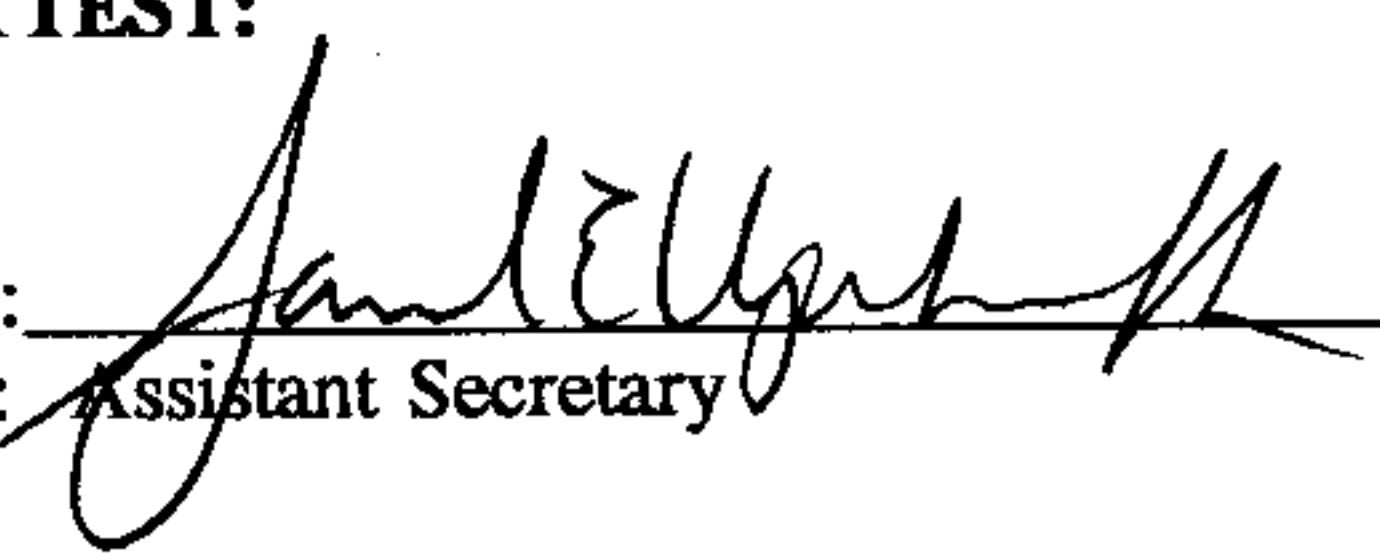
For valuable consideration in hand paid to the undersigned **REGIONS BANK OF LOUISIANA**, a Louisiana state chartered bank ("**REGIONS BANK**") (successor in interest to Secor Bank, a federal savings bank, which was successor in interest to Alabama Federal Savings and Loan Association), by **FIRST ALABAMA BANK**, an Alabama banking corporation, the receipt whereof is hereby acknowledged, **REGIONS BANK** does hereby grant, bargain, sell, convey and assign, with recourse, unto **FIRST ALABAMA BANK, Birmingham, Alabama**, those certain mortgages listed on Exhibit "A" attached hereto and incorporated herein by reference, together with (1) the property therein described, (2) the notes secured thereby, (3) and all security agreements, UCC-1 Financing Statements and other collateral documents securing such notes.

REGIONS BANK certifies by these presents that none of the loans represented by the instruments assigned hereby are low quality loans within the meaning of Section 23(a) of the Bank Affiliates Act of 1982, as amended.

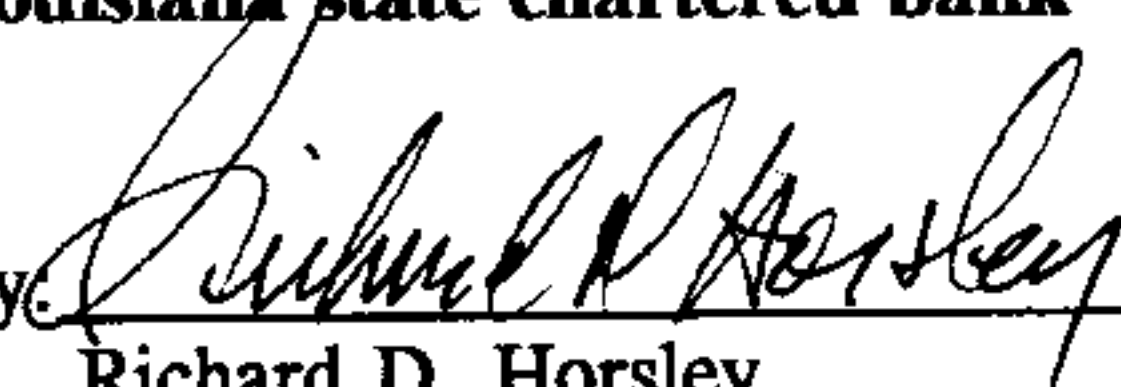
REGIONS BANK shall, upon **FIRST ALABAMA BANK'S** request, execute and deliver to **FIRST ALABAMA BANK** any other document necessary to more effectively consummate or document the assignment and conveyance to **FIRST ALABAMA BANK** as herein set forth.

IN WITNESS WHEREOF, **REGIONS BANK** has caused this instrument to be executed by its duly authorized officers, on this the 21st day of December, 1995.

ATTEST:

By: 
Its: Assistant Secretary

**REGIONS BANK OF LOUISIANA, a
Louisiana state chartered bank**

By: 
Richard D. Horsley
Its: Vice-Chairman

01/17/1996-01693
02:36 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 MCD 23.50

STATE OF ALABAMA)

COUNTY OF JEFFERSON)

I, Nancy Seymour Morrow, a Notary Public in and for said county in said state, hereby certify that Richard D. Horsley, whose name as Vice-Chairman of **REGIONS BANK OF LOUISIANA**, a Louisiana state chartered bank, is signed to the foregoing Assignment and who is known to me, acknowledged before me on this day that, being informed of the contents of the Assignment, he, as such officer and with full authority, executed the same voluntarily for and as the act of said bank.

Given under my hand and official seal this 21st day of December, 1995.

Nancy Seymour Morrow
Notary Public

My Commission Expires:
NOTARY PUBLIC STATE OF ALABAMA AT LARGE
MY COMMISSION EXPIRES: July 10, 1996
PRINTED TYPE NOTARY PUBLIC STATE OF ALABAMA

EXHIBIT "A"

**REGIONS BANK OF LOUISIANA
OPEN-END SECOND MORTGAGE REAL ESTATE LOANS TO BE TRANSFERRED
TO FIRST ALABAMA BANK, BIRMINGHAM, ALABAMA**

Loan Number	Customer	Recorded In		County	State
		Book	Page		
8884000 5002598	PHILLIPS, James Lamar & Pauline B.	Inst. 1993-21511		Shelby	AL
8884000 4600955	PIERCE, Donny & Lori	Inst. 1993-34421		Shelby	AL
8884000 4500080	PITTS, Timothy O. & Lisa H.	386	208	Shelby	AL
8884000 4202008	PROCTOR, Ronald J. & Rosemary	Inst. 1993-15477		Shelby	AL
8884000 4301735	RIPPERDAN, Cecil A. & Patricia L.	Inst. 1993-00512		Shelby	AL
8884000 5000253	ROBB, William J., Jr. & Charlene B.	Inst. 1992-12316		Shelby	AL
8884000 4202090	ROBERTS, James W. & Janice L.	Inst. 1993-29835		Shelby	AL
8884000 4300985	ROWE, Larry B. & Brenda A.	295	77	Shelby	AL
8884000 5000120	SCIASCIA, Robert & Susan	Inst. 1992-4516		Shelby	AL
8884000 5000154	SELLERS, Noel Keith & Terri B.	Inst. 1992-12516		Shelby	AL

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