

THIS INSTRUMENT PREPARED BY:

Kathryn S. Carver, Esquire
Lange, Simpson, Robinson
& Somerville

1700 First Alabama Bank Building
Birmingham, Alabama 35203

ASSIGNMENT OF NOTES AND MORTGAGES

STATE OF ALABAMA)
COUNTY OF SHELBY)

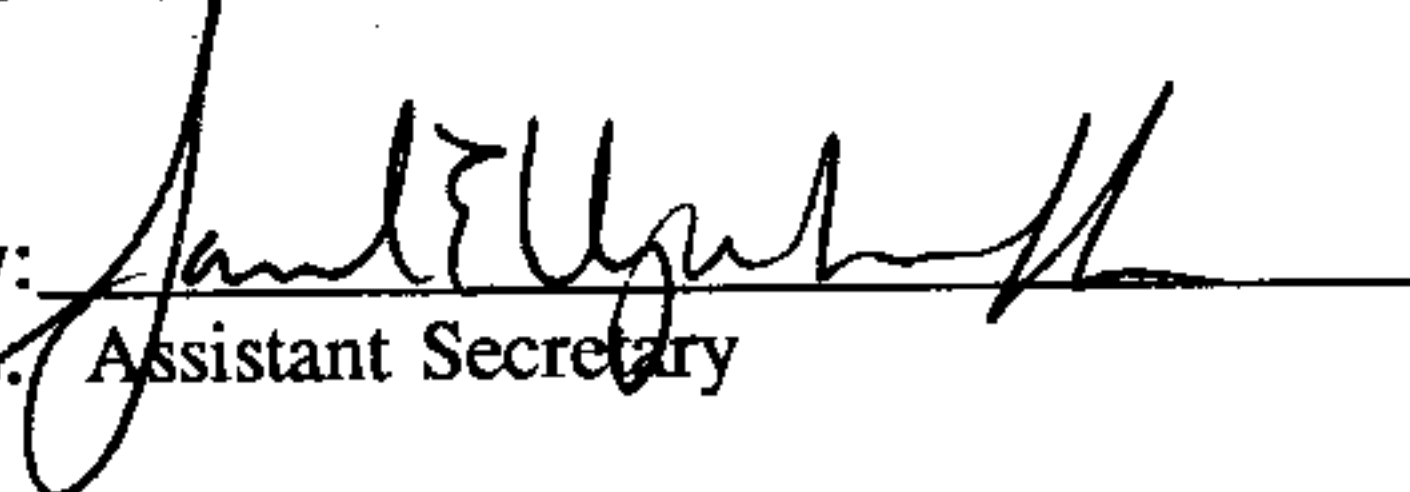
For valuable consideration in hand paid to the undersigned **REGIONS BANK OF LOUISIANA**, a Louisiana state chartered bank ("**REGIONS BANK**") (successor in interest to Secor Bank, a federal savings bank, which was successor in interest to Alabama Federal Savings and Loan Association), by **FIRST ALABAMA 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.

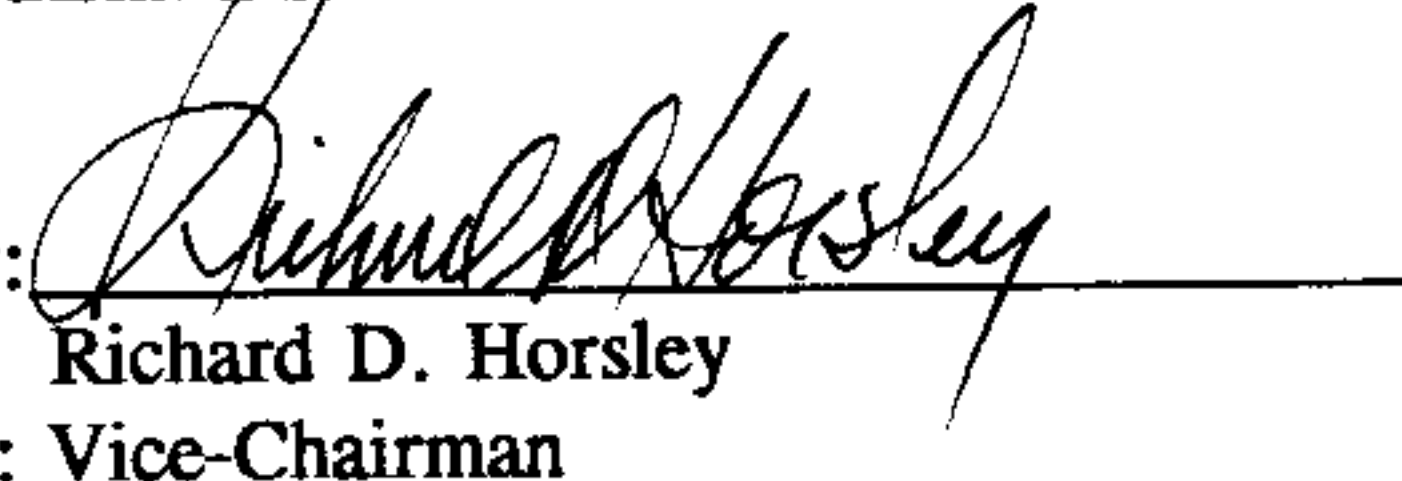
REGIONS BANK shall, upon **FIRST ALABAMA BANK'S** request, execute and deliver to **FIRST ALABAMA BANK** any other document necessary to more effectively consummate or document the assignment and conveyance to **FIRST ALABAMA BANK** as herein set forth.

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

01/17/1996-01695
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SHELBY COUNTY JUDGE OF PROBATE
003 MCD 23.50

Inst # 1996-01695

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.
~~NOTED TRUE BY NOTARY PUBLIC 12/21/95~~

EXHIBIT "A"

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

				Recorded In	
Loan Number	Customer	Book	Page	County	State
8884000 5000055	BURTON, Jeannie K.	381	401	Shelby	AL
8884000 4110889	DEEGAN, James A. & Rose Ann	399	289	Shelby	AL
8884000 4600624	DONOHOO, Michael F. & Vanessa G.	Inst. 1993-01318		Shelby	AL
8884000 5002697	FELTHAM, James D. & Juli B.	Inst. 1993-31925		Shelby	AL
8884000 4601549	GODFREY, James H., Jr. & Nida T.	Inst. 1992-6801		Shelby	AL
8884000 4600765	GREEN, Jon T. & Sandra D.	Inst. 1993-15835		Shelby	AL
8884000 4101599	GRILLO, Thomas P. & Diane W.	237	64	Shelby	AL
8884000 4301652	HAMILTON, Byron C. & Billie L.	Inst. 1992-27761		Shelby	AL
8884000 4301686	HENDRICKS, James M. & Charlotte M.	Inst. 1992-29332		Shelby	AL
8884000 5000245	HITE, Harold E., Jr. & Cynthia H.	Inst. 1992-16866		Shelby	AL

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