

THIS DOCUMENT WAS PREPARED BY:

The Clayton Group, Inc.
260 Madison Avenue
10th Floor
New York, NY 10016

AND WHEN RECORDED MAIL TO: *Judy Williams*
BEAL BANK, S.S.B.
15770 DALLAS, PARKWAY, LB-66
DALLAS, TX 75248

Pool #: FIVE
Loan #: 4589321

Inst # 1997-03771
02/05/1997-03771
10:20 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 REC 13.50

ASSIGNMENT OF MORTGAGE

This Assignment of Mortgage is made and entered into as of January 2nd, 1996, from the Federal Deposit Insurance Corporation ("FDIC"), acting in its capacity as Receiver for ALTUS FEDERAL SAVINGS BANK, successor in interest to, or formerly known as, as the case may be, United Federal Savings And Loan Association, whose address is 225 Peachtree Street, N.E., Suite 100, Atlanta, GA 30303. (the "Assignor"), which pursuant to 12 U.S.C. para. 1441a (m)(1) succeeded the Resolution Trust Corporation ("RTC") in its capacity as Receiver for the Assignor (the FDIC being authorized and empowered to do so, as described on Exhibit "A", which is attached hereto and incorporated herein by this reference) to:

BEAL BANK, S.S.B.
15770 DALLAS, PARKWAY, LB-66
DALLAS, TX 75248

(the "Assignee"), under that certain Loan Sale Agreement, dated as of November 7, 1995.

For good and valuable consideration, the receipt and sufficiency of which is 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 office of the County Recorder of Shelby County, State of AL, described as follows:

Said Mortgage was duly recorded in the State of ALABAMA, County of SHELBY
Official Records on: 06/05/78 , Original Loan Amount: \$ 37,800.00 Mortgage Date: 05/31/78
Original Mortgagor: RODNEY DALE BILLINGSLEY AND WIFE WANDA JO MORRIS BILLINGSLEY
Property Address: CENTRAL HILLS, WILSONVILLE, AL 35186
Instrument # N/A Book: 378 Page: 862
Original Mortgagee: UNITED FEDERAL SAVINGS AND LOAN ASSOCIATION

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: January 2, 1996

Witnesses:

By: *Pauline M. Harris*
Name: *Pauline M. Harris*

Federal Deposit Insurance Corporation acting in its capacity as Receiver for ALTUS FEDERAL SAVINGS BANK, successor in interest to, or formerly known as, as the case may be, United Federal Savings And Loan Association

By: *Dolly Lagbach*
Name: Dolly Lagbach
Title: Attorney-in-Fact

Pool #:FIVE
Loan #:4589321

STATE OF GEORGIA
COUNTY OF FULTON

On January 2nd, 1996, before me personally appeared Dolly Laubach, Attorney-in-Fact for Federal Deposit Insurance Corporation acting in its capacity as Receiver for ALTUS FEDERAL SAVINGS BANK, successor in interest to, or formerly known as, as the case may be, United Federal Savings And Loan Association, a corporation organized under the laws of the United States, to me personally known to be the person described in and who executed the foregoing instrument and acknowledged that (s)he executed the same as his/her free act and deed, and as the free act and deed of said corporation.

Rosie M. Burns
Notary Public Rosie M. Burns

My Commission Expires:

Notary Public, Cobb County, Georgia
My Commission Expires April 6, 1999

1280 ALTUS FEDERAL SAVINGS BANK

Exhibit A

ALTUS FEDERAL SAVINGS BANK
Mobile, Alabama

Whereas, on September 30, 1973, First Federal Savings and Loan Association, Selma, Alabama, merged with First Federal Savings and Loan Association of Mobile, Mobile, Alabama under the name and charter of First Federal Savings and Loan Association of Mobile; and

Whereas, on March 1, 1974, Security Federal Savings and Loan Association, Montgomery, Alabama, merged with First Federal Savings and Loan Association of Mobile under the name and charter of First Federal Savings and Loan Association of Mobile; and

Whereas, in July of 1974, First Federal Savings and Loan Association of Mobile, changed its name to First Southern Federal Savings and Loan Association; and

Whereas, on June 9, 1980, Fidelity Federal Savings and Loan Association, Huntsville, Alabama, merged with First Southern Federal Savings and Loan Association under the name and charter of First Southern Federal Savings and Loan Association; and

Whereas, on September 30, 1981, Tuscaloosa Federal Savings and Loan Association, Tuscaloosa, Alabama merged with First Southern Federal Savings and Loan Association under the name and charter of First Southern Federal Savings and Loan Association; and

Whereas, on December 31, 1981, First Federal Savings and Loan Association, Tallahassee, Alabama, merged with First Southern Federal Savings and Loan Association under the name and charter of First Southern Federal Savings and Loan Association; and

Whereas, on July 1, 1982, United Federal Savings and Loan Association, Dothan, Alabama, merged with First Southern Federal Savings and Loan Association under the name and charter of First Southern Federal Savings and Loan Association; and

Whereas, on June 1, 1987, First Southern Federal Savings and Loan Association changed its name to Altus Bank, A Federal Savings Bank; and

Whereas, on May 16, 1991, the Resolution Trust Corporation ("RTC") was appointed as Receiver for Altus Bank, A Federal Savings Bank, Mobile, Alabama, by the Office of Thrift Supervision ("OTS") by Order No. 91-278; and

Whereas, on May 16, 1991, the OTS by Order No. 91-278 chartered a new association by the name of Altus Federal Savings Bank; and

Whereas, on May 17, 1991, the RTC as Receiver for Altus Bank, A Federal Savings Bank, entered into a Purchase and Assumption Agreement with Altus Federal Savings Bank, which agreement transferred certain assets from Altus Bank, A Federal Savings Bank to Altus Federal Savings Bank; and

Whereas, on May 16, 1991, the OTS by Order No. 91-278 appointed the RTC as Conservator for Altus Federal Savings Bank.

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. 1461a(b) (1991), the RTC as Conservator for Altus Federal Savings Bank succeeded to all right, title, and interest in and to the assets, with full power to transfer and convey same.

verify name of 1st FSLA of Mobile - OTS info, states 1st FSLA, Mobile, AL.

NB: Until the mid 1980's it was the custom for banks whose names began with First Federal Savings or First Savings add or drop the suffix of with the name of their city to and from their name. (For example, the same bank could do business under First Federal Savings Bank of Miami or First Federal Savings Bank.) OTS is checking the charters for our histories, but a bank could have signed documents or referred to itself as either.

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