Recording Requested By/Return To:

RETURN DOCUMENTS TO

EMPIRE FUNDING CORP. 9737 GREAT HILLS TRAIL

AUSTIN, TEXAS 78759

Loan No.: 01-614732-13

#901

ASSIGNMENT OF MORTGAGE

For Value Received, the undersigned holder of a Mortgage (herein "Assignor") whose address is 4110 Tigris Way, Riverside, CA 92503, does hereby grant, sell, assign, transfer and convey, unto EMPIRE FUNDING CORP., A OKLAHOMA CORPORATION, a corporation organized and existing under the laws of the state of OKLAHOMA (herein "Assignee"), whose address is 9737 GREAT HILLS TRAIL, AUSTIN, TX 78759, a certain Mortgage dated APRIL 28, 1997, made and executed by ROGER D. HUMPHEREYS AND CONIE D. HUMPHREYS, HUSBAND AND WIFE, to and in favor of OLD STONE FUNDING GROUP, INC., A CALIFORNIA CORPORATION upon the following described property situated in SHELBY County, State of ALABAMA:

LOT 88, ACCORDING TO THE SURVEY OF CREEK, PHASE TWO, AS RECORDED IN MAP BOOK 9, PAGE 102 A& B, IN THE PROBATE OFFICE OF SHELBY COUNTY, ALABAMA.

such Mortgage having been given to secure payment of \$25,000.00 which Mortgage is of record in Book, Volume, or Liber No.

Instrument No. 1997-143-3

of the Official Records of SHELBY County, State of ALABAMA, together with the note(s) and obligations therein described, the money due and to become due thereon with interest, and all rights accrued or to accrue under such Mortgage.

TO HAVE AND TO HOLD, the same unto Assignee, its successor and assigns, forever, subject only to the terms and conditions of the above-described Mortgage.

IN WITNESS WHEREOF, the undersigned Assignor has executed this Assignment of Mortgage on June 7, 1997.

STATE OF CALIFORNIA COUNTY OF RIVERSIDE

On June 7, 1997, before me, Michelle A. McKelvey, a Notary Public in and for said state, personally appeared Mary Darter and Terrie Hagerty personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS My Hand and Official Seal.

Michelle A. McKelvey
This Instrument Prepared By:

LIFE SAVINGS BANK, F.S.B., 4110 Tigris Way, Riverside, CA 92503

LIFE SAVINGS BANK, F.S.B.

Mary Darter, Sr. Vice President

Widiy Darion, On Vi

Terrie Hagerty, Vice President

3/23/1998-0999 135 AM CERTIFI

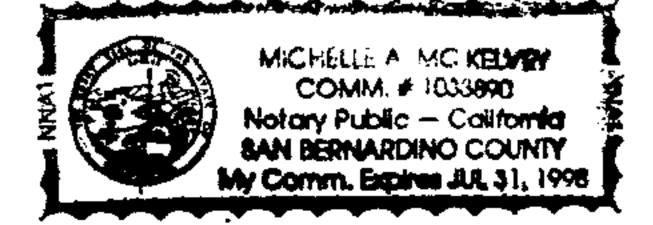
MICHELLE A. MC KELVEY

COMY & 1033890

Notory Pyh Collifornia

SAALCHE COUNTY

My City 131 1998



By:

By: