State of Alabama County of Shelby

For value received, the undersigned Alabama Housing Finance Authority does hereby grant, bargain, sell, convey, assign and deliver unto Regions Mortgage, Inc., its successors and assigns, a certain mortgage hereinafter more particularly described, and filed for record as indicated below, together with the Note therein described, and all its interest in and to the land and property conveyed by said mortgage, viz:

Mortgagor(s)

Book

Page

Loan Number 498637

DAVID SEARS

MERRY SEARS

1998

05391

To have and to hold unto the said Regions Mortgage, Inc., its successors and assigns forever

In witness whereof, the said Alabama Housing Finance Authority has caused its name to be signed hereto, attested, and its corporate seal affixed by its authorized officers on this date: December 29, 1997

Attest:

Alabama Housing Finance Authority

R. Stephen Nesmith

Single Family Operations Manager

Single Family Administrator

State of Alabama

County of Montgomery

I, the undersigned, a Notary Public in and for said State, hereby certify that Michael J. King, and R. Stephen Nesmith, whose names as Single Family Administrator and Single Family Operations Manager, respectively, of Alabama Housing Finance Authority are signed to the foregoing instrument, and who are known to me, acknowledge before me on this day, that being informed of the contents of this instrument, they as such officers with full authority, executed the same voluntarily for and as the act of such corporation.

Given under my hand and official seal this date: December 29, 1997

This instrument was prepared by:

Pamela West

Alabama Housing Finance Authority

P. O. Box 230909

Montgomery, AL 36123-0909

Alice Blair

Notary Public

My commission expires: June 23, 1999