

Recording Requested By:

When Recorded Return To:

Lisa Cathey
Empire Funding Corp.
9737 Great Hills Tr.
Austin, TX 78759-

Inst # 1998-45469

11/16/1998-45469
01:50 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE

CORPORATE ASSIGNMENT OF MORTGAGE

SHELBY COUNTY, ALABAMA

SELLER'S SERVICING: 1614732 "HUMPHREYS" EMP101
SELLER'S LENDER ID: 300

Date of Assignment: 10/23/1998

Assignor: EMPIRE FUNDING CORP at 9737 GREAT HILLS TRAIL, AUSTIN, TX 78759

Assignee: SOVEREIGN BANK at 521 PARK AVENUE, FREEHOLD, NJ 07728

Executed By: ROGER D. HUMPHREYS AND CONNIE D. HUMPHREYS, HUSBAND AND WIFE To:
OLD STONE FUNDING GROUP, INC.

Mortgage Dated 04/28/1997 and Recorded 05/07/1997 as Instrument/Document No.
1997-14303 In SHELBY COUNTY, ALABAMA.

-Assigned by OLD STONE FUNDING GROUP, INC. TO LIFE SAVINGS BANK FSB Recorded
05/07/1997 as Instrument No. 1997-14304

-Assigned by LIFE SAVINGS BANK FSB TO EMPIRE FUNDING CORP Recorded 03/23/1998 as
Instrument No. 1998-09997

Property Address: 1022 WILLOW CREEK WAY, ALABASTER, ALABAMA 35007

KNOW ALL MEN BY THESE PRESENTS that in consideration of the sum of TEN and
NO/100ths DOLLARS and other good and valuable consideration, paid to the above
named Assignor, the receipt and sufficiency of which is hereby acknowledged, the
said Assignor hereby assigns unto the above-named Assignee, the said Mortgage
together with the Note or other evidence of indebtedness (the "Note"), said Note
having an original principal sum of \$25,000.00 with interest, secured thereby,
together with all moneys now owing or that may hereafter become due or owing in
respect thereof, and the full benefit of all the powers and of all the covenants
and provisos therein contained, and the said Assignor hereby grants and conveys
unto the said Assignee, the Assignor's beneficial interest under the Mortgage.

TO HAVE AND TO HOLD the said Mortgage and Note, and also the said property
unto the said Assignee forever, subject to the terms contained in said Mortgage
and Note.

EMPIRE FUNDING CORP
On October 23, 1998

By: Lisa Cathey
LISA CATHEY ASSISTANT VICE
PRESIDENT

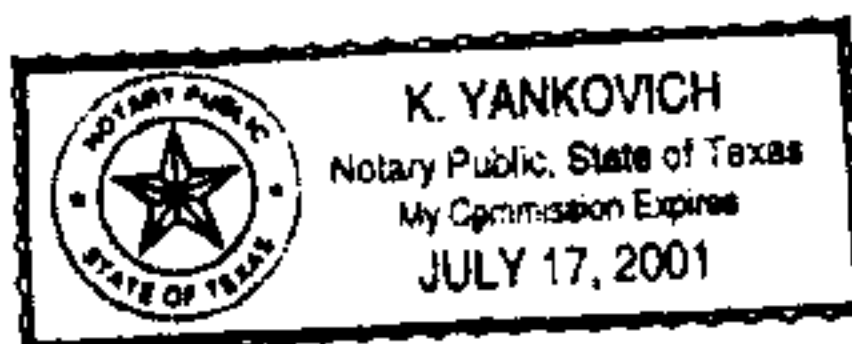


Sherry Spell
SHERRY SPELL, ASSISTANT SECRETARY

STATE OF Texas
COUNTY OF Travis

ON October 23, 1998, before me, K. YANKOVICH, a Notary Public in and for the
County of Travis County, State of Texas, personally appeared LISA CATHEY
ASSISTANT VICE PRESIDENT and SHERRY SPELL, ASSISTANT SECRETARY, 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, and that by his/her/their signature on the instrument the
person(s), or the entity upon behalf of which the person(s) acted, executed the
instrument.

K. Yankovich
K. YANKOVICH
Notary Expires: 07/17/2001



(This area for notarial seal)

Document Prepared By: Tricia Sullivan, 9737 Great Hills Tr., Austin Tx 78759
OKJ/19981021/0023 GENERIC SHELBY AL BAT. 22/1614732 KAMOR