

ASSIGNMENT OF MORTGAGES

STATE OF ALABAMA
SHELBY COUNTY

FOR VALUABLE CONSIDERATION in hand paid to Togo D. West, Jr., as Secretary of Veterans Affairs, an officer of the United States of America, by Bankers Trust Company of California, N.A., not in its individual capacity but solely as trustee, or its permitted successors and assigns, on behalf of Vendee Mortgage Trust 1999-3, the receipt whereof is hereby acknowledged, Togo D. West, Jr., as Secretary of Veterans Affairs, does hereby grant, bargain, sell, convey and assign unto Bankers Trust Company of California, N.A., not in its individual capacity but solely as trustee, or its permitted successors and assigns, on behalf of Vendee Mortgage Trust 1999-3, the following described mortgage, together with the debt thereby secured and the property therein described, without recourse, except as provided in a Loan Sale Agreement dated October 1, 1999, on the undersigned.

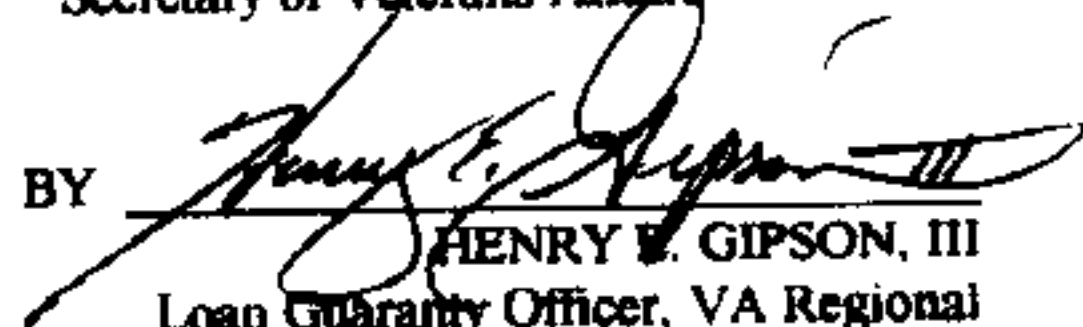
SAID MORTGAGE IS RECORDED IN
THE OFFICE OF THE PROBATE JUDGE
OF SHELBY COUNTY, ALABAMA AS
THE INSTRUMENT SHOW BELOW.

LOAN NO	DATED	EXECUTED BY	INSTRUMENT
89,300 SH 16069	6-11-99	Harry J. Bailey, an unmarried man	1999-24753

TO HAVE AND TO HOLD UNTO THE SAID Bankers Trust Company of California, N. A., not in its individual capacity but solely as trustee, or its permitted successors and assigns, on behalf of Vendee Mortgage Trust 1999-3, its successors and assigns forever.

IN WITNESS WHEREOF, the undersigned on the 28th day of October, 1999, has caused this instrument to be executed in the name of Togo D. West, Jr., as Secretary of Veterans Affairs, an on his behalf by the undersigned Acting Loan Guaranty Officer, being thereto duly appointed, qualified and acting pursuant to Sections 212 and 1820 of Title 38, United States Code, and Section 36.4342 of the Regulations pursuant thereto, as amended, and who is authorized to execute this instrument.

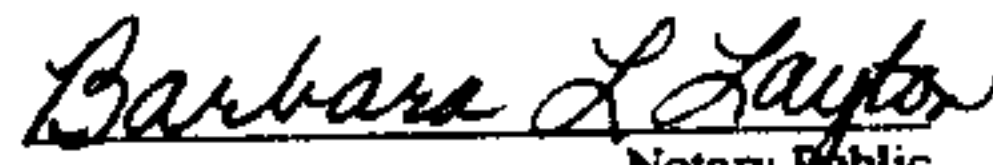
TOGO D. WEST, JR.
Secretary of Veterans Affairs

BY 
HENRY E. GIPSON, III
Loan Guaranty Officer, VA Regional
Office, Montgomery, Alabama
(Pursuant to delegation of authority
contained in 38 CFR 36.4342 and 36.4520.)

STATE OF ALABAMA
MONTGOMERY COUNTY

I, a Notary Public in and for said State and County, hereby certify that Henry E. Gipson, III, whose name as Loan Guaranty Officer of the Department of Veterans Affairs, a department of the United States government, is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that being duly informed of the contents of said instrument, he as such Loan Guaranty Officer, and with full authority executed the same voluntarily for, and in the name of and as the act of Togo D. West, Jr., as Secretary of Veterans Affairs, acting in his capacity as such Secretary.

Given under my hand this the 28th day of October, 1999.


Notary Public

My commission Expires 3-25-2001

This instrument prepared by:
Ray S. Langford
Department of Veterans Affairs
345 Perry Hill Road
Montgomery, Alabama 36109

VA Form 02-1 (322)
Jan 1996

Inst # 1999-47673

11/22/1999-47673
12:32 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MMS 142.45