Inst . 2000-09559

PETURN TO: S. A. Willeman Orion Financial Group, Inc. 2850 Exchange Blvd., Suite 100 Southlake, TX 78092

CONTRACTOR OF COMMISSION

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03/27/2000-09559 09:38 AM CERTIFIED SELT CHEN MEE & MEMIT 001 WE

Send Any Notices To Assignee.

Assignment of Mortgage

For Good and Valuable Consideration, the rectipt and sufficiency of which are hereby acknowledged, the undersigned,

PHOENIX FUNDING

2340 Woodcrest Place, Suite 250, Birmingham, AL 35209

(Assignor)

by these presents does convey, grant, bargain, sell, assign, transfer and set over, without recourse, the described mortgage, together with the certain note(s) described therein with all interest, all liens, and any rights due or to become due thereon to:

ASSOCIATES FINANCIAL SERVICES COMPANY OF ALABAMA, INC.

250 E. Carpenter Freeway, Irving, TX 75062

(Assignee)

Said mortgage is recorded in the State of AL, County of Shelby

on 12/3/98, , as Instrument # 1998-48010

Original Mortgagor --: JAMES E BARNES, VIRGINIA R BRADSHAW, BOTH PARTIES UNMARRIED

Original Mortgagee--: PHOENIX FUNDING Dated: 11/20/98 AMOUNT: \$ 15,000.00

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IN WITNESS WHEREOF, the undersigned corporation has caused this instrument to be executed by its proper officer who was duly authorized by a resolution of its board of directors.

Dated: February 29, 2000 PHOENIX FUNDING

Associates Financial Services Company, Inc. Its Attorney in fact

Ву:

Lean Renteria, Vice President

State of Texas

County of Tarrant

On 2/29/00, before me, the undersigned, a Notary Public for said County and State, personally appeared Leah Renteria, before me personally known to me to be the person that executed the foregoing instrument, and acknowledged that he/she is Vice President of/for Associates Financial Services Company, Inc. Its Attorney in fact PHOENIX FUNDING and that he/she executed the foregoing instrument pursuant to a resolution of its board of directors and that such execution was done as the free act and deed of PHOENIX FUNDING.

Notary public, Wakey Pierce

My commission expires: May 21, 2002

W. KAY PIERCE
NOTARY PUBLIC
STATE OF TEXAS
My Comm Exp 05-21-2002

Prepared by: T. J. Katz
Orion Financial Group, Inc.
2880 Exchange Bivd., Suite 100
Southlake, TX 76092

AL Shelby

AFS/PHOENIX/ASO