

AFTER RECORDING RETURN TO:
POWELL GOLDSTEIN FRAZER & MURPHY LLP
1001 Pennsylvania Avenue, N.W. Suite 600
Washington, DC 20004
Attn: Colin W. Uckert, Esq.

LOAN NO.:
PROJECT NAME:

367029
Eagle Ridge

Inst # 2000-11888

ASSIGNMENT OF MORTGAGE

THIS ASSIGNMENT OF MORTGAGE is made and entered into this 27 day of October, 1999, by and between MELLON MORTGAGE COMPANY ("Assignor"), whose address is One Mellon Bank Center, 26th Floor, Pittsburgh, Pennsylvania, 15258 as assignee of GMAC MORTGAGE CORPORATION OF PA, the original beneficiary, and GMAC COMMERCIAL MORTGAGE CORPORATION, a California corporation ("Assignee"), whose address is 650 Dresher Road, P.O. Box 1015, Horsham, Pennsylvania, 19044.

WHEREAS, Assignor and Assignee have entered into an Asset Purchase Agreement dated March 31, 1999 whereby Assignor agreed to sell and Assignee agreed to purchase certain mortgage loans including the loan secured by the Mortgage described below.

NOW THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Assignor by these presents does hereby grant, bargain, sell, assign, transfer, set over, endorse and deliver unto the Assignee, its successors, transferees and assigns forever, all of the right, title and interest, and obligations and duties of said Assignor in and to the following Mortgage encumbering certain real property, improvements thereon and appurtenances thereunto pertaining, commonly referred to as Eagle Ridge all as more particularly described therein, recorded in the Probate Office for Shelby County, Alabama, as follows:

Mortgagor/Grantor:	EAGLE RIDGE, LTD.
Instrument Date:	July 1, 1986
Original Amount Secured:	\$6,731,200.00
Recordation Date:	July 3, 1986
Recordation Information:	
Book: 079	Page: 363
Legal Description of Real Property:	See attached <u>Exhibit A</u>

The Mortgage was assigned from GMAC Mortgage Corporation of PA, as assignor, to Puller Mortgage Associates, Inc., as assignee, by assignment dated July 3, 1986, and recorded September 24, 1986, in Book 91 at Page 887; and from Puller Mortgage Associates, Inc., as assignor, to Chemical Mortgage Company, as assignee, by assignment dated June 6, 1994, and recorded June 9, 1994, as Instrument No. 1994-18607; and from Chemical Mortgage Company, as assignor, to Mellon Mortgage Company, as assignee, by assignment dated May 22, 1996, and recorded October 22, 1996 as Instrument No. 1996-35145.

TOGETHER WITH any and all notes and obligations therein described or referred to, the debt secured thereby and all sums of money due and to become due thereon, with interest thereon, and attorney's fees and all other charges, and Assignor hereby irrevocably assigns unto Assignee its rights to collect and receive said debt, and to foreclose, enforce and satisfy said Mortgage.

This ASSIGNMENT OF MORTGAGE is made without recourse.

[SIGNATURE PAGE FOLLOWS]

04/11/2000-11888

10:39 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

004 #W5 17.00

WITNESS the following signatures and seals with the intent that this shall be deemed an instrument under seal.

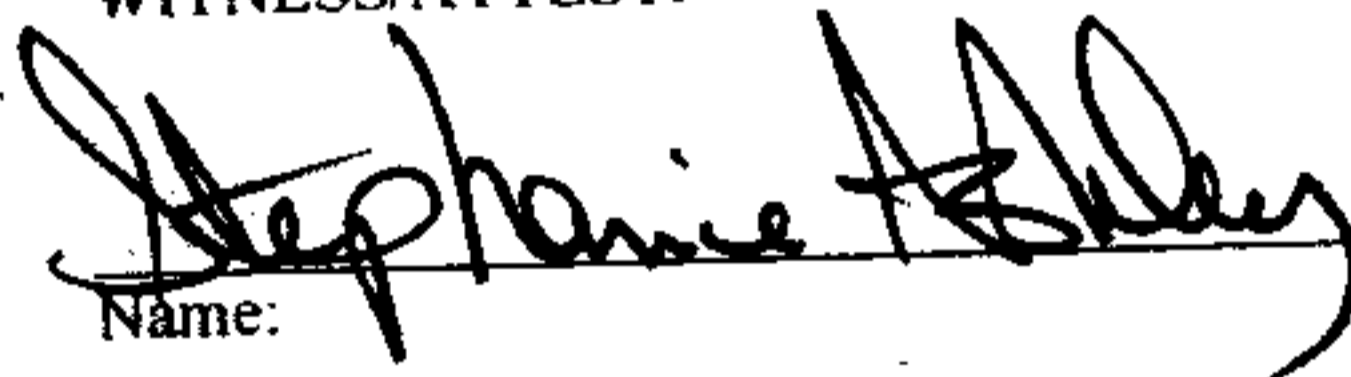
ASSIGNOR:

MELLON MORTGAGE COMPANY,
a Colorado corporation

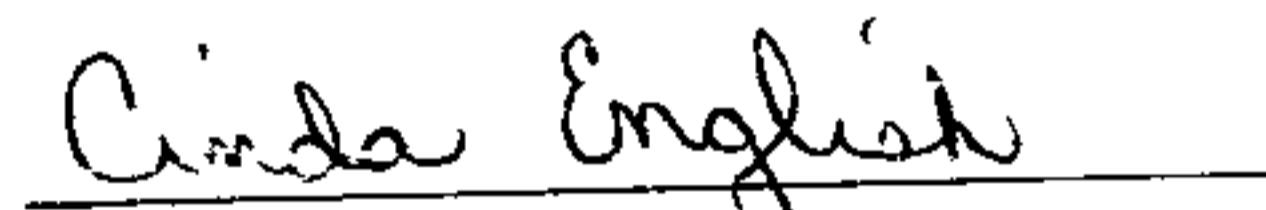
By: MELLON BANK, N.A., a National Banking
Association, its attorney-in-fact pursuant to
that certain Power of Attorney dated
September 30, 1999

By:  (SEAL)
Name: JOHN B. GRAVES
Title: FIRST VICE PRESIDENT

WITNESS/ATTEST:


Name:

WITNESS/ATTEST:


Name:

The State of Texas }
Harris County }

I, CARLA COURTNEY, a Notary Public in and for said County in said State,
hereby certify that John B. Graves whose name as First Vice President of MELLON BANK, N.A.,
a National Banking Association, attorney-in-fact for Mellon Mortgage Company, a Colorado
corporation, is signed to the foregoing conveyance and who is known to me, acknowledged before
me on this day that, being informed of the contents of the conveyance, he, as such officer and with
full authority, executed the same voluntarily for and as the act of said National Banking
Association as attorney-in-fact for the corporation.

Given under my hand this the 27 day of October, 1999.


Notary Public

[Notarial Seal]

My Commission Expires 6/17/2000

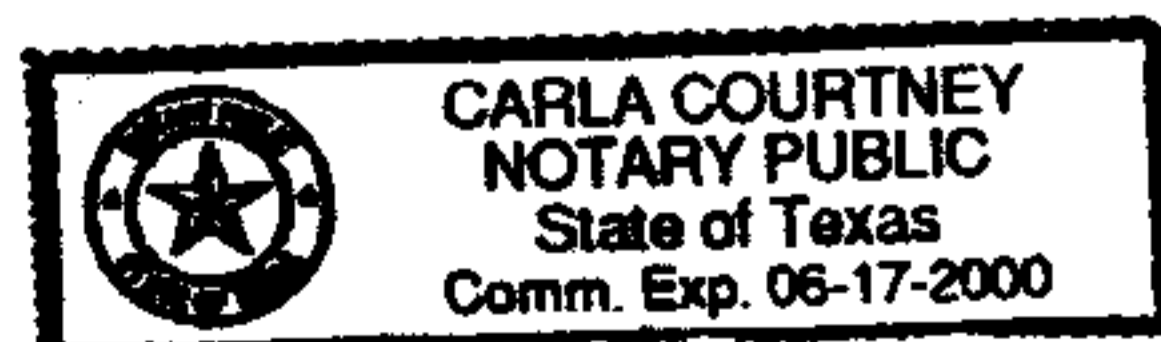


EXHIBIT A

LEGAL DESCRIPTION

A parcel of land situated in the East 1/2 of the NW 1/4 of Section 31, Township 18 South, Range 1 West, Shelby County, Alabama, and being more particularly described as follows: Commence at the Southwest corner of the NW 1/4 of the SE 1/4 of the NW 1/4 of said Section; and run thence in a Northerly direction along the West line of said quarter-quarter section for a distance of 194.27 feet to the point of beginning of the parcel herein described; from the point of beginning thus obtained, run thence in a northerly direction along the same course as before for a distance of 1809.15 feet to the Northwest corner of the NE 1/4 of the NW 1/4 of said Section; thence turn an angle to the right of 90 deg. 51 min. 41 sec. and run in an easterly direction along the north line of said section for a distance of 750.0 feet; thence turn an angle to the right of 105 deg. 57 min. 12 sec. and run in a southerly direction for a distance of 1629.52 feet to a point on the Northwest right of way line of a proposed public dedicated road known as Meadow Ridge Road; said point being in a curve to the left having a radius of 326.23 feet and a central angle of 44 deg. 43 min. 59 Sec. and said curve being concave to the southeast; thence from the last call turn an interior counter-clockwise angle of 162 deg. 55 min. 13 sec. to the chord of said curve and run in a southwesterly direction along the arc of said curve for a distance of 254.70 feet to the end of said curve; thence run in a southwesterly direction tangent to last said curve for a distance of 35.64 feet along Northwest right of way of said Meadow Ridge Road; thence turn an angle to the right of 79 deg. 45 min. 26 sec. and run in a westerly direction for a distance of 132.99 feet to the point of beginning of the parcel herein described; being situated in Shelby County, Alabama.

A portion of Meadow Ridge Road referred to above in the legal description was dedicated to the public on February 26, 1986, by recording of a map in Map Book 9 page 142 in the Probate Office of Shelby County, Alabama.

567029

STATE OF ALA. SHELBY CO.
I CERTIFY THIS
INSTRUMENT WAS FILED

1986 JUL -3 PM 2:46

JUDGE

1. Deed Tax	\$	
2. Mtg. Tax		10,096.80
3. Recording Fee		12.50
4. Indexing Fee		1.00
TOTAL		10,110.30

I hereby certify that this is a true and correct copy of the original.

James G. Moore

Inst # 2000-11888

04/11/2000-11888

10:39 AM CERTIFIED

SHELBY COUNTY CLERK OF PROBATE

JUL 1986 17.00