RETURN TO: S. A. Wileman
Orion Financial Group, Inc.
2860 Exchange Blvd., Suite 100
Southlake, TX 76092

Send Any Notices To Assignee

Assignment of Mortgage

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

LIFE BANK

10540 Magnolia Avenue, Suite B, Riverside, CA 92505 (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 HOME EQUITY SERVICES, INC.

250 E. Carpenter Freeway, Irving, TX 75062 (Assignee)

Said mortgage is recorded in the State of AL, County of Shelby
on 7/13/98, as Instrument # 1998-26381
Original Mortgagor --: PHILLIP B. BEARDEN AND REBECCA K. BEARDEN, HUSBAND AND WIFE
Original Mortgagee--: AMERICAPITAL FUNDING CORPORATION
Dated: 6/26/98 AMOUNT: $ 20,000.00

99065135 AHES

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: 7/29/00
LIFE BANK
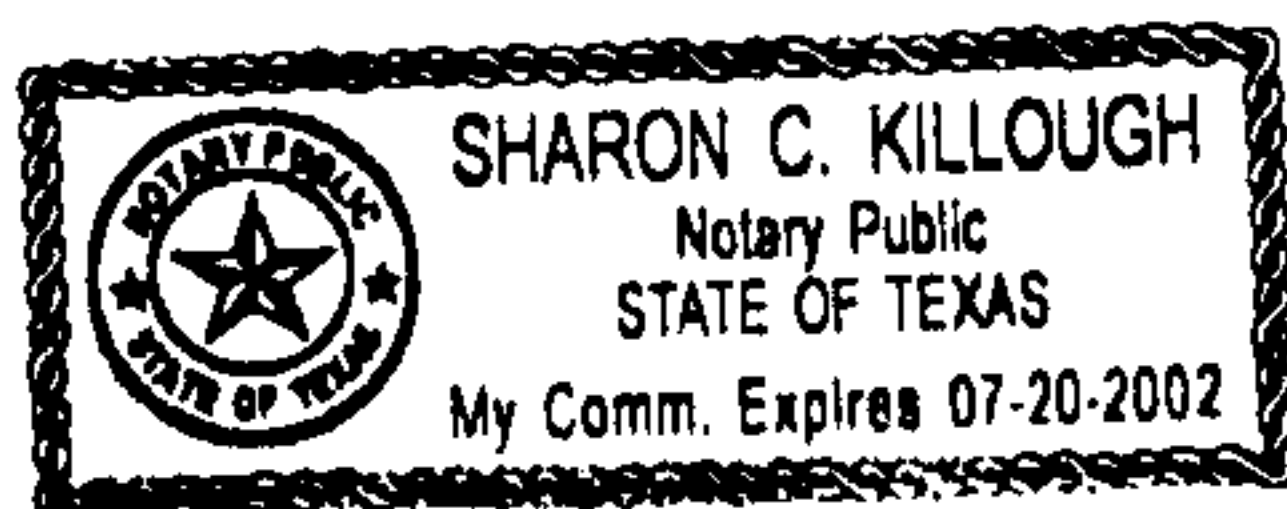Orion Financial Group, Inc. Its Attorney in fact

By: _____

Terri J. Katz, Vice President

State of Texas
County of Tarrant

On 7/29/00, before me, the undersigned, a Notary Public for said County and State, personally appeared Terri J. Katz, 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 Orion Financial Group, Inc.Its Attorney in fact LIFE BANK 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 LIFE BANK.

SHARON C. KILLOUGH
Notary Public
STATE OF TEXAS
My Comm. Expires 07-20-2002

Notary public, Sharon C. Killough
My commission expires: July 20, 2002

Prepared by: T. J. Katz
Orion Financial Group, Inc.
2860 Exchange Blvd., Suite 100
Southlake, TX 76092

AL Shelby

AHES-W/LIFEBANK/ASO