

Prepared by and upon
recording return to:

Inst # 2001-31962

Maynard, Cooper & Gale, P.C.
1901 6th Avenue, North
2400 AmSouth/Harbert Plaza
Birmingham, Alabama 35203
Attention: Scott A. Abney

08/01/2001-31962
02:56 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE
003 HSB 17.00

ASSIGNMENT OF MULTIFAMILY MORTGAGE, ASSIGNMENT OF RENTS AND SECURITY AGREEMENT

FOR VALUE RECEIVED, Collateral Mortgage Capital, LLC, a Delaware limited liability company ("Assignor") does hereby sell, assign, transfer, set over, endorse and deliver unto FANNIE MAE (1) that certain Multifamily Mortgage, Assignment of Rents and Security Agreement dated as of July 31, 2001, between Weatherby Manor, L.L.C., an Alabama limited liability company, as Borrower, and Collateral Mortgage Capital, LLC, as Lender, in the original principal amount of \$10,775,000.00 recorded in the Official Records of Shelby County, Alabama, immediately prior hereto, together with the premises described on Exhibit A attached hereto and made a part hereof; together with the Multifamily Note described in the aforesaid Multifamily Mortgage, Assignment of Rents and Security Agreements, and the monies due and to become due thereunder with interest.

IN WITNESS WHEREOF, Assignor has duly executed this Assignment as of the 31st day of July, 2001.

COLLATERAL MORTGAGE CAPITAL, LLC,
a Delaware limited liability company

By: Collateral Management, LLC,
a Delaware limited liability company
Its: Manager

By: 

Name: Brett N. Blackwood

Its: Vice President

**STATE OF ALABAMA
JEFFERSON COUNTY**

I, the undersigned authority, a Notary Public in and for said County in said State, hereby certify that Brett N. Blackwood, whose name as Vice President of Collateral Management, LLC, a Delaware limited liability company, as Manager of **COLLATERAL MORTGAGE CAPITAL, LLC**, a Delaware limited liability company, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, (s)he, as such officer and with full authority, executed the same voluntarily for and as the act of said limited liability company, acting in its capacity as Manager of said limited liability company as aforesaid.

Given under my hand this the 30th day of July, 2001.

Amy Lynne Butler
Notary Public

My commission expires: MY COMMISSION EXPIRES MARCH 12, 2003

[SEAL]

EXHIBIT A

(Wellington Manor Apartments)

A tract of land situated in the South half of the Southeast quarter of Section 25 and the Northwest quarter of the Northeast quarter of Section 36, Township 20 South, Range 3 West, Shelby County, Alabama, being more particularly described as follows:

Commence at the Northwest corner of the Southwest quarter of the Southeast quarter of Section 25, Township 20 South, Range 3 West, Shelby County, Alabama and run in an Easterly direction along the North line of said quarter-quarter section a distance of 1222.60 feet to the point of beginning; thence continue in an Easterly direction along the North line of said quarter-quarter section and the North line of the Southeast quarter of the Southeast quarter a distance of 389.61 feet to a point on the Westerly right of way line of Interstate Highway I-65; thence turn an interior angle of $93^{\circ} 35' 03''$ and run to the right in a Southerly direction along the Westerly right of way line of I-65 a distance of 532.46 feet to a point; thence turn an interior angle of $210^{\circ} 58' 46''$ and run to the left in a Southeasterly direction along the Westerly right of way line of I-65 a distance of 174.91 feet to a point; thence turn an interior angle of $149^{\circ} 06' 36''$ and run to the right in a Southerly direction along the Westerly right of way line of I-65 a distance of 173.37 feet to a point; thence turn an interior angle of $128^{\circ} 02' 08''$ and leaving the I-65 right of way run in a Southwesterly direction a distance of 239.40 feet to the PC of a curve; thence continue in a Southwesterly direction along the arc of a curve to the left having a central angle of $8^{\circ} 03' 07''$ and a radius of 1942.02 feet a distance of 272.92 feet to a point; thence turn an interior angle of $126^{\circ} 10' 14''$ (angle measured from tangent) and run to the right in a Westerly direction a distance of 262.25 feet to a point; thence turn an interior angle of $270^{\circ} 00' 00''$ and run to the left in a Southerly direction a distance of 382.52 feet to a point on the North right of way line of Shelby County Highway No. 68; thence turn an interior angle of $90^{\circ} 00' 00''$ and run to the right in a Westerly direction along the Northerly right of way line of Shelby County Highway No. 68 a distance of 48.11 feet to the P.C. of a curve; thence continue in a Westerly direction along the Northerly right of way line of Shelby County Highway No. 68 and along the arc of a curve to the right having a central angle of $1^{\circ} 44' 55''$ and a radius of 881.99 feet a distance of 26.92 feet to a point on the curve; thence turn an interior angle of $91^{\circ} 41' 13''$ (angle measured from tangent) and run to the right in a Northerly direction a distance of 383.27 feet to a point on a curve, thence turn an interior angle of $267^{\circ} 03' 09''$ (angle measured to tangent) and run to the left in a Westerly direction along the arc of a curve to the right having a central angle of $17^{\circ} 44' 49''$ and a radius of 499.48 feet a distance of 154.71 feet to the PT of said curve; thence continue in a Northwesterly direction along the projection of the tangent to the last described curve a distance of 365.17 feet to a point; thence turn an interior angle of $116^{\circ} 37' 27''$ and run to the right in a Northerly direction a distance of 314.84 feet to a point; thence turn an interior angle of $88^{\circ} 11' 56''$ and run to the right in an Easterly direction a distance of 364.66 feet to a point; thence turn an interior angle of $246^{\circ} 03' 03''$ and run to the left in a Northeasterly direction a distance of 730.55 feet to the point of beginning.