

This instrument prepared by and
After recording, please return to:
Hanover Capital Partners Ltd.
100 Metroplex Drive - Ste. 301
Edison, NJ 08817



Loan No.: 8000204050	Seq#:	ALABAMA
Investor No.: 243	EMC#: 7621345	

ASSIGNMENT OF MORTGAGE AND OTHER LOAN DOCUMENTS

THE FEDERAL DEPOSIT INSURANCE CORPORATION, in its capacity as CONSERVATOR for SUPERIOR FEDERAL BANK, FSB whose address is 1776 F Street, N.W., Washington, D.C. 20429 ("Assignor"), in connection with that certain Purchase and Sale Agreement between Assignor and EMC Mortgage Corporation, whose address is 909 Hidden Ridge Drive, Suite 200, Irving, Texas 75038 ("EMC"), dated as of January 22, 2002 (the "Sale Agreement"), and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration paid by EMC, hereby grants, assigns, sells, transfers, sets over, conveys and quitclaims, effective as of December 31, 2001, to **LaSalle Bank National Association** ("Assignee"), formerly known as **LaSalle National Bank**, in its capacity as indenture trustee under that certain Sale and Servicing Agreement dated September 1, 1999 among AFC Trust Series 1999-3, as Issuer, Superior Bank FSB, as Seller and Servicer, and LaSalle Bank National Association, as Indenture Trustee, AFC Mortgage Loan Asset Backed Notes, Series 1999-3, and any amendments thereto, whose address is c/o EMC Mortgage Corporation, 909 Hidden Ridge Drive, Suite 200, Irving, TX 75038, and Assignee's successors and assigns, without recourse, and without representation or warranty, whether express, implied or created by operation of law, the following:

1. that certain **MORTGAGE** recorded **7/23/99**, as Instrument Number **9930866** in Book/Volume/Liber/Register/Reel , at Page/Folio , among the land records of **SHELBY County, AL**, from **JOHN A WHITLOCK**, Borrower to **SUPERIOR BANK FSB**, Lender as amended or modified (the "Mortgage"), which **MORTGAGE** secures that certain promissory note dated **7/15/99** in the amount of **\$28,000.00**; and
2. such other documents, agreements, instruments and other collateral that evidence, secure or otherwise relate to Assignor's right, title or interest in and to the Mortgage and/or the Note, including without limitation the title insurance policies and hazard insurance policies that might presently be in effect.

PROPERTY ADDRESS: **193 OAKMONT RD, BIRMINGHAM, AL 35244**

TO HAVE AND TO HOLD unto Assignee and its successors and assigns forever.

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed and delivered by its duly authorized attorney-in-fact as of this March 21, 2002.

In Presence of:



Witness 1: F. Siermine

FEDERAL DEPOSIT INSURANCE CORPORATION, in its capacity as CONSERVATOR for SUPERIOR FEDERAL BANK, FSB

By: 

Name: M. Mojo

Title: Attorney-in-Fact

ACKNOWLEDGMENT

State of NEW JERSEY)

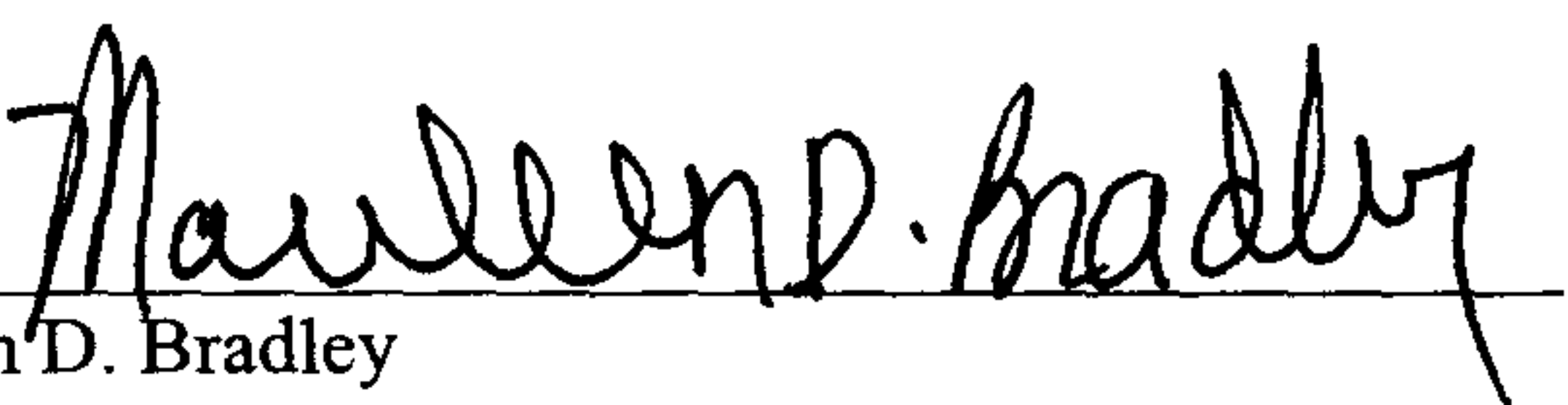
ss.

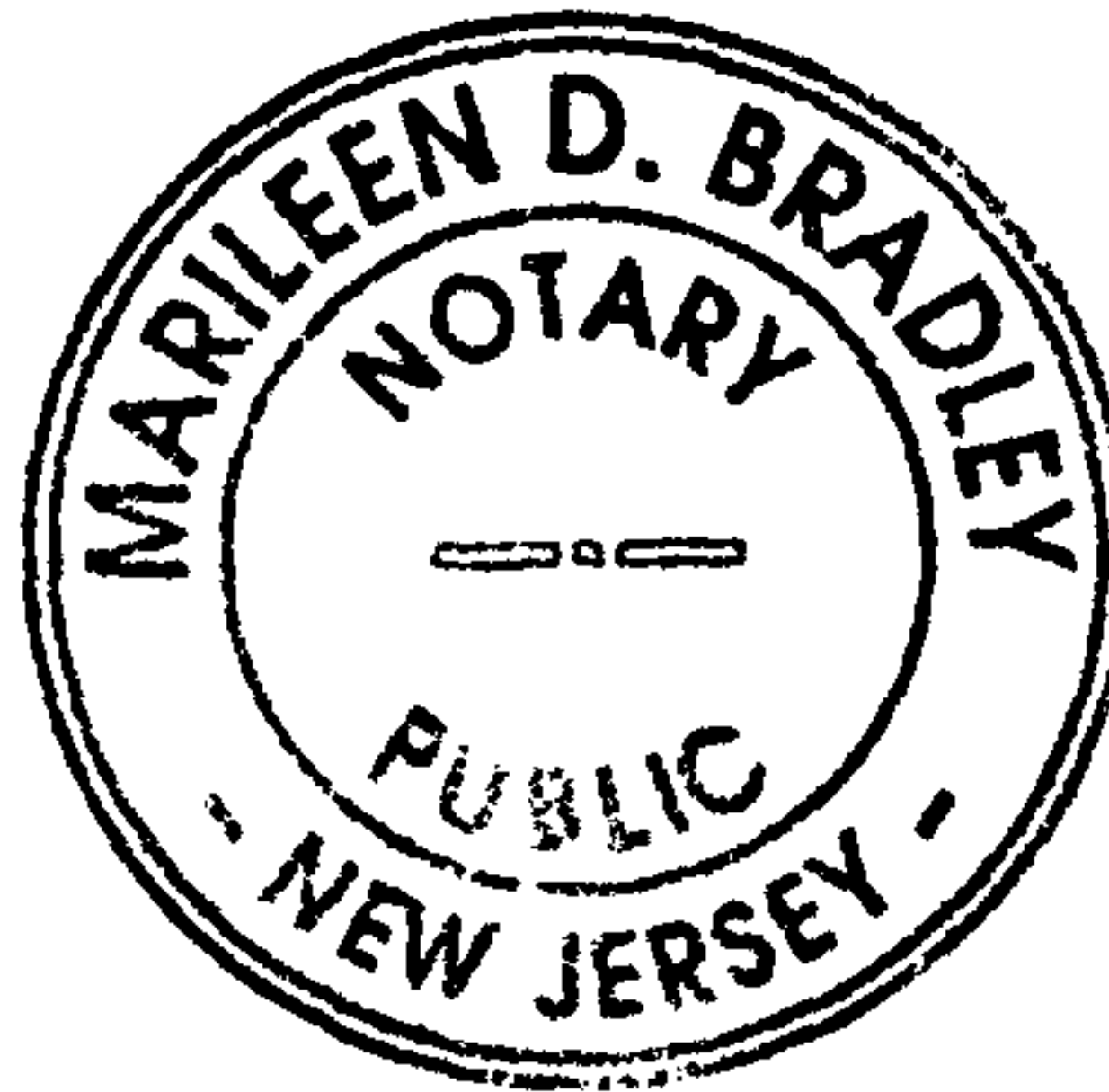
County of MIDDLESEX)

The undersigned, a notary public in and for above-said County and State, does hereby acknowledge that **M. Mojo**, **Attorney-in-Fact for FEDERAL DEPOSIT INSURANCE CORPORATION, in its capacity as CONSERVATOR for SUPERIOR FEDERAL BANK, FSB**, personally appeared before me this day, and being by me duly sworn, says that s/he, being informed of the contents, voluntarily executed the foregoing and annexed instrument for and on behalf of such entity.

WITNESS my hand and official seal this March 21, 2002.

MARILEEN D. BRADLEY
Notary Public, State of New Jersey
No. 2277086
Qualified in Middlesex County
Commision Expires July 18, 2006


Marileen D. Bradley
Notary Public
My commission expires July 18, 2006



Loan No.: 8000204050
Investor No.: 243

Seq#: 7621345
EMC#: 7621345

ALABAMA

JOINDER

FEDERAL DEPOSIT INSURANCE CORPORATION in its capacity as Receiver for SUPERIOR BANK FSB, predecessor-in-interest to Assignor with respect to the above-referenced Instrument, hereby grants, assigns, sells, transfers, sets over, conveys and quitclaims to Assignee any and all interest it may have in the above-referenced Instrument, and hereby joins in the assignment and conveyance of the Instrument to Assignee, without representation or warranty, whether express, implied or created by operation of law.

FEDERAL DEPOSIT INSURANCE CORPORATION, in its capacity as RECEIVER for SUPERIOR BANK, FSB

By: M. Mojo
Name: M. Mojo
Title: Attorney-in-Fact

ACKNOWLEDGMENT

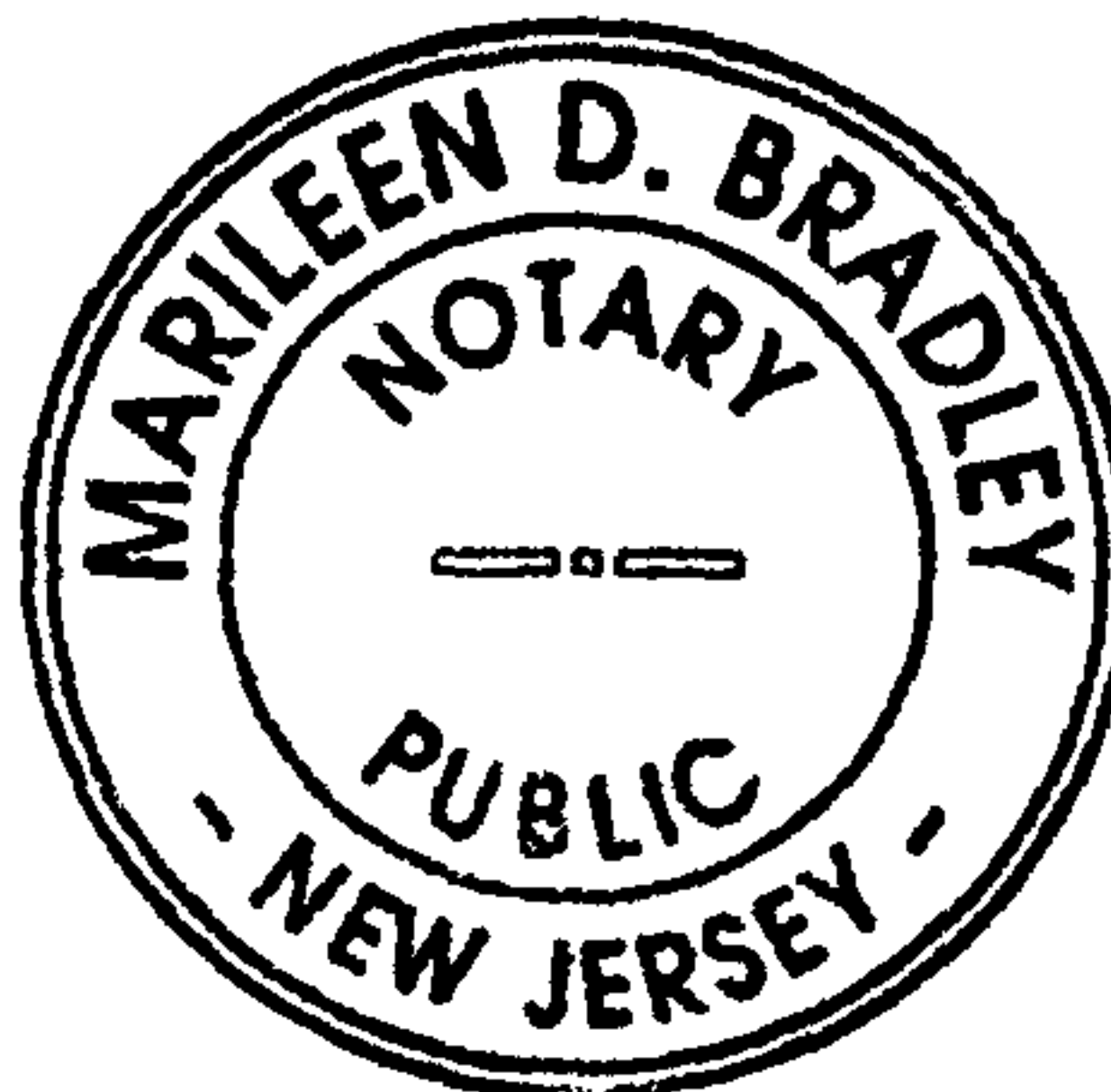
State of NEW JERSEY)
ss.
County of MIDDLESEX)

The undersigned, a notary public in and for above-said County and State, does hereby acknowledge that **M. Mojo, Attorney-in-Fact for FEDERAL DEPOSIT INSURANCE CORPORATION, in its capacity as RECEIVER for SUPERIOR BANK, FSB**, personally appeared before me this day, and being by me duly sworn, says that s/he, being informed of the contents, voluntarily executed the foregoing and annexed instrument for and on behalf of such entity.

WITNESS my hand and official seal this March 21, 2002.

MARILEEN D. BRADLEY
Notary Public, State of New Jersey
No. 2277086
Qualified in Middlesex County
Commision Expires July 18, 2006

Marileen D. Bradley
Marileen D. Bradley
Notary Public
My commission expires July 18, 2006



Loan No.: 8000204050
Investor No.: 243

Seq#: 7621345
EMC#: 7621345

ALABAMA