

ASSIGNMENT OF MORTGAGE

20021029000532320 Pg 1/4 20.00
Shelby Cnty Judge of Probate, AL
10/29/2002 08:46:00 FILED/CERTIFIED

THIS DOCUMENT IS BEING RE-RECORDED TO CORRECT THE NAME OF ASSIGNEE

ASSIGNOR: ABN AMRO BANK N.V.
135 South LaSalle Street
Suite 725
Chicago, Illinois 60674

20031110000745850 Pg 1/4 20.00
Shelby Cnty Judge of Probate, AL
11/10/2003 12:56:00 FILED/CERTIFIED

AUTO DEALERSHIP

ASSIGNEE: HSBC BANK USA, AS TRUSTEE FOR THE
REGISTERED HOLDERS OF FALCON ~~FRANCHISE~~
LOAN TRUST 2001-1 ~~FRANCHISE~~ LOAN-BACKED
BONDS **AUTO DEALERSHIP**
140 Broadway, 12th Floor
New York, New York 10005-1180

This Document Prepared By:

Thacher Proffitt & Wood
50 Main Street
White Plains, New York 10606

After Recording, Return to:

Falcon Financial, LLC
~~2015 West Main Street~~ 15 Commerce Road
Stamford, Connecticut 06902
Attention: David A. Karp

ASSIGNMENT OF MORTGAGE
(ALABAMA)

THE STATE OF ALABAMA)
)
COUNTY OF SHELBY)

For value received, the undersigned does hereby assign, sell, bargain, convey, transfer and set over without recourse, to HSBC BANK USA, AS TRUSTEE FOR THE REGISTERED HOLDERS OF FALCON ~~FRANCHISE~~* LOAN TRUST 2001-1 ~~FRANCHISE~~* LOAN-BACKED BONDS, located at 140 Broadway, 12th Floor, New York, New York 10005-1180, its successors and assigns, that certain mortgage executed by Automotive Realty Partners, L.L.C., as Mortgagors, and delivered to Falcon Financial, LLC doing business as Falcon Lending, LLC in the State of Alabama, as Mortgagee, dated January 12, 2001 and recorded on January 23, 2001 as Instrument No. 2001-02512, in the Judge of Probate Office of Shelby County, Alabama, as assigned to Assignor pursuant to a certain assignment of mortgage recorded on January 23, 2001 as Instrument No. 2001-02513, in the Judge of Probate Office of Shelby County, Alabama, together with the debt thereby secured, the note therein described and the interest of the undersigned in and to the lands and property conveyed by said mortgage. ***AUTO DEALERSHIP**

IN WITNESS WHEREOF, each of the undersigned has hereunto set his hand and seal, or has caused this instrument to be executed in this corporate name by its officer(s) thereunto duly authorized, this 28th day of May, 2002.

(SEAL)

ATTEST:

ABN AMRO BANK, N.V.

Gina Brown
Gina Brown, A/P Title

(Corporate Seal)

By: [Signature]
Name:
Title:

[Signature]
THOMAS J. EDUCATE
SENIOR VICE PRESIDENT

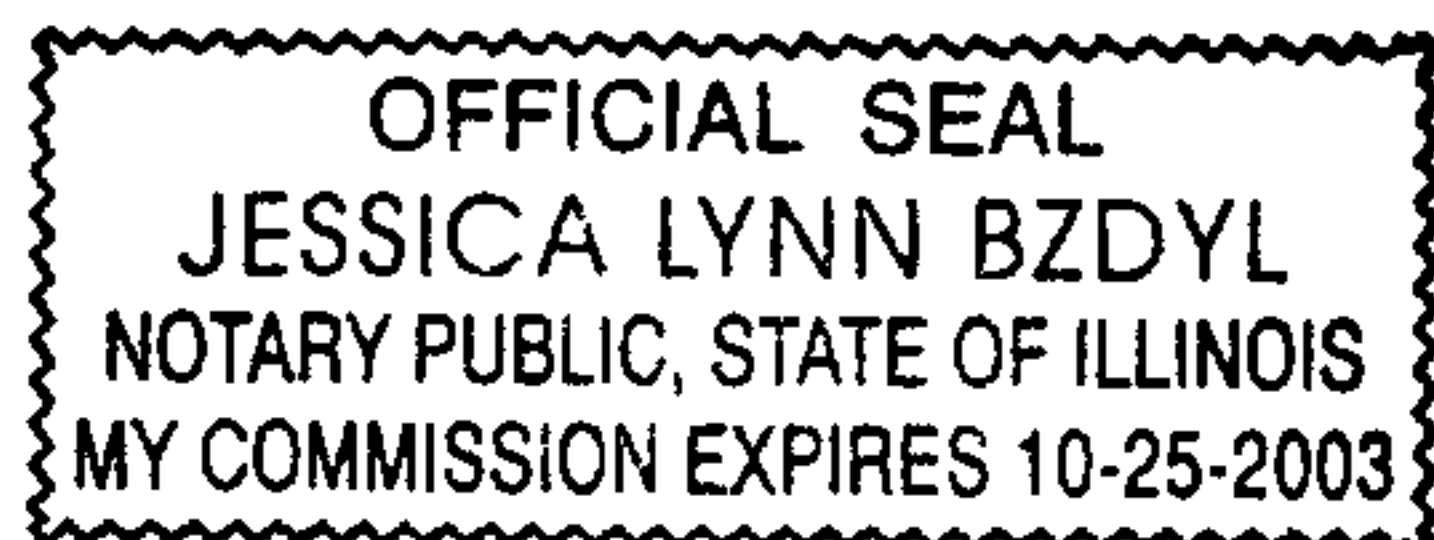
This document prepared by:

THACHER PROFFITT & WOOD
50 Main Street, 5th Floor
White Plains, New York 10606

STATE OF Illinois)
)
COUNTY OF Cook)

I, Jessica Lynn Bzdyl Notary Public in and for said County in said State, hereby certify that Thomas Eduard Gremley whose name as SVP & VP of ABN AMRO BANK, N.V., a Netherlands Bank, 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/she, as such officer and with full authority, executed the same voluntarily for and as the act of said Bank.

Given under my hand and official seal, this 20th day of May, 2002.



Notarial Seal

Jessica Lynn Bzdyl
Notary Public

My Commission Expires: 10-25-2003

ml

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Exhibit A

20031110000745850 Pg 4/4 20.00
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A part of the North half of Northwest quarter of Southwest quarter of Section 31, Township 19 South, Range 2 West, Shelby County, Alabama, being more particularly described as follows:

Commencing at the accepted Southwest corner of said North half of Northwest quarter of Southwest quarter of said Section, run in an Easterly direction along the South line of said 20 acres for a distance of 587.28 feet to an existing iron rebar being the Point of Beginning of said tract; thence turn an angle to the left of $98^{\circ} 02' 36''$ and run in a Northerly direction for a distance of 244.73 feet to an existing solid iron; thence turn an angle to the right of $67^{\circ} 44' 58''$ and run in a Northeasterly direction for a distance of 563.14 feet to an existing FK rail being on the West right of way line of the new Montgomery Highway; thence turn an angle to the right of $(93^{\circ} 51' 45''$ to the chord) and run in a Southeasterly direction along the Southwest right of way line of said Montgomery Highway (having a central angle of $14^{\circ} 33' 54''$ and a radius of 1809.86 feet) for a distance of 460.08 feet to an existing old iron rebar; thence turn an angle to the right $(106^{\circ} 26' 54''$ from last mentioned chord) and run in a Westerly direction for a distance of 666.33 feet, more or less to the Point of Beginning.