

**STATES OF ALABAMA, ARKANSAS,  
ARIZONA, FLORIDA, GEORGIA,  
IOWA, ILLINOIS, INDIANA,  
KENTUCKY, LOUISIANA, MICHIGAN,  
NORTH CAROLINA, AND OHIO**

§§

**COUNTIES OF JEFFERSON, SHELBY,  
CHAMBERS, MISSISSIPPI, MARICOPA,  
DUVAL, POLK, BREVARD, CHARLOTTE,  
ST. LUCIE, COBB, DEKALB, SPALDING,  
HENRY, BIBB, CLAYTON, DELAWARE,  
JERSEY, COOK, ST. CLAIR, LAWRENCE,  
WAYNE, ALLEN, HUNTINGTON, ST.  
JOSEPH, BOSSIER PARISH, WAYNE,  
INGHAM, OAKLAND, BAY, CUMBERLAND,  
FORSYTH, STARK, CUYAHOGA AND  
ALLEN**

## RECITALS

A. Assignor is the holder of that certain Note made by Oakmont Pool 50, LLC, a Texas limited liability company (the “**Borrower**”), dated November 25, 2009, in the original principal face amount of \$355,000.00 (the “**Note**”), secured by that certain Collateral Assignment of Notes and Liens of even date with the Note, executed and delivered by Borrower to Assignor (the “**Collateral Assignment**”), which conveys a first lien against certain notes secured by those liens described on Exhibit A attached hereto (the “**Property**”) and in conjunction therewith William B. Grant executed a Guaranty

guaranteeing the Note (the "**Guaranty**") (herein the Note, Collateral Assignment and Guaranty are collectively referred to as the "**Loan Documents**.")


B. Assignor desires to assign to Assignee the Loan Documents, and all liens and security interests in the Property created by or arising out of the Loan Documents and all other documents evidencing, securing or relating to the loan made pursuant to the Loan Documents.

**NOW, THEREFORE**, know all men by these presents, that for and in consideration of the sum of Ten Dollars (\$10.00) and other good and valuable consideration in hand paid to Assignor by Assignee, the receipt and sufficiency of which consideration are hereby acknowledged and confessed, Assignor does hereby SELL, TRANSFER, ASSIGN, CONVEY, ENDORSE and DELIVER unto Assignee the Note, the Collateral Assignment, the Guaranty, and all other liens and security interests in the Property created by or arising out of the Loan Documents and all other documents evidencing, securing or relating to the loan made pursuant to the Loan Documents, without recourse, representation or warranty of any kind or character, whether express or implied.

EXECUTED effective as of the 6th day of March, 2012.


ASSIGNOR:

**GRAHAM MORTGAGE CORPORATION,**  
a Texas corporation

By:   
Name: Dean R. Gottleib  
Its: VICE PRESIDENT

ASSIGNEE:

**FIRST CLASS HOMES, INC.,**  
a Texas corporation

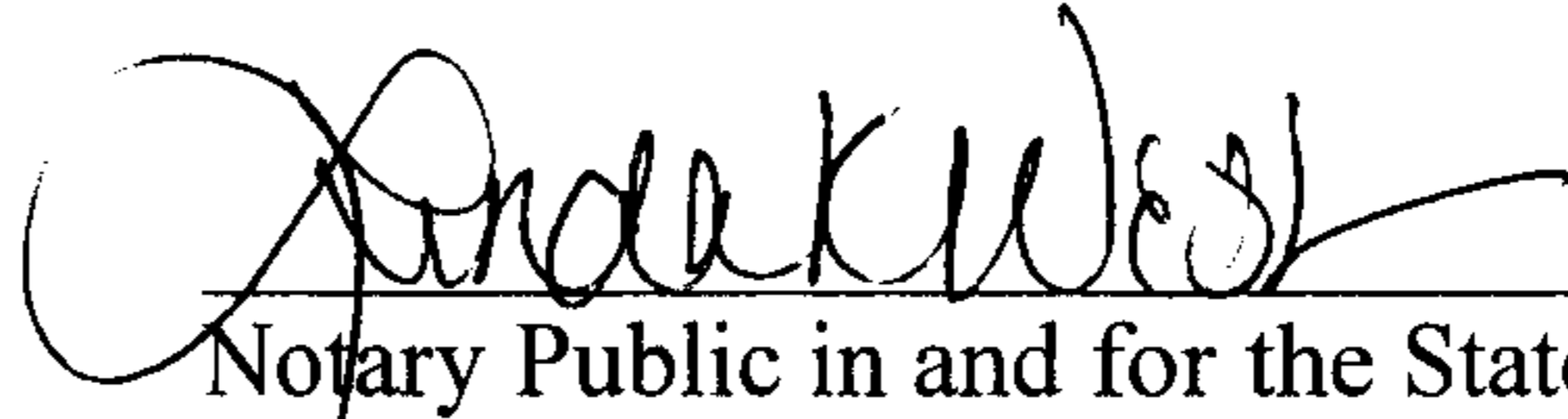
By:   
Name: Joe M. Graham  
Its: President

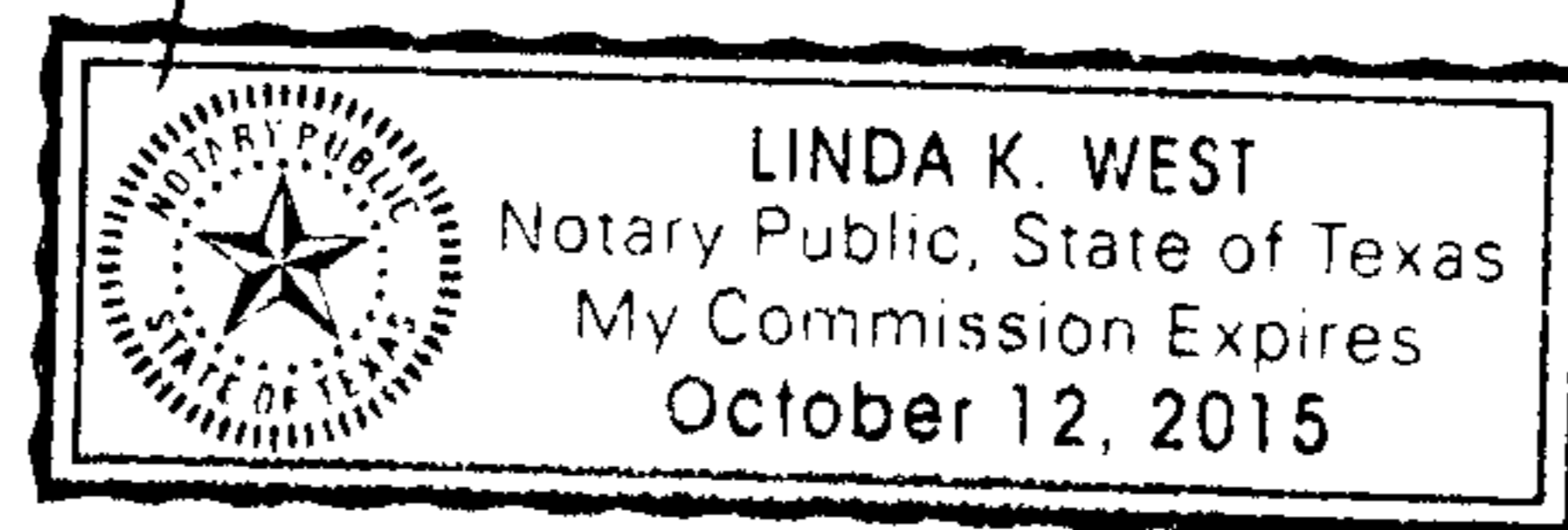


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Shelby Cnty Judge of Probate, AL  
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STATE OF TEXAS           §  
                                     §  
COUNTY OF DALLAS       §

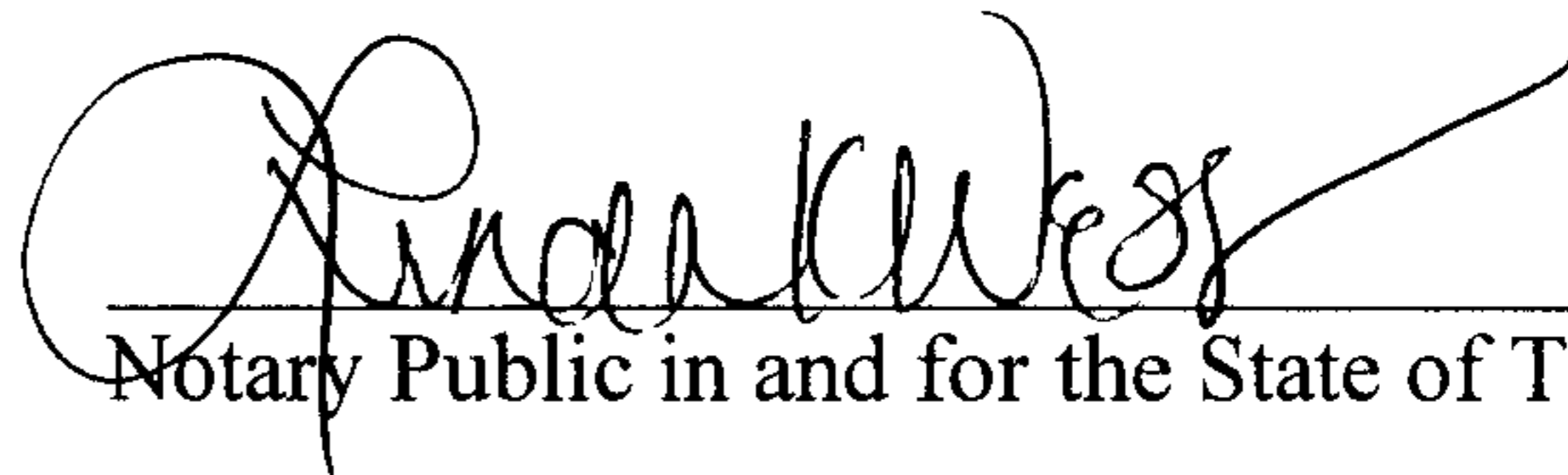
This instrument was acknowledged before me on the 28th day of February, 2012, by Dean R. Castelhana, Vice President of Graham Mortgage Corporation, a Texas corporation, on behalf of such entity.

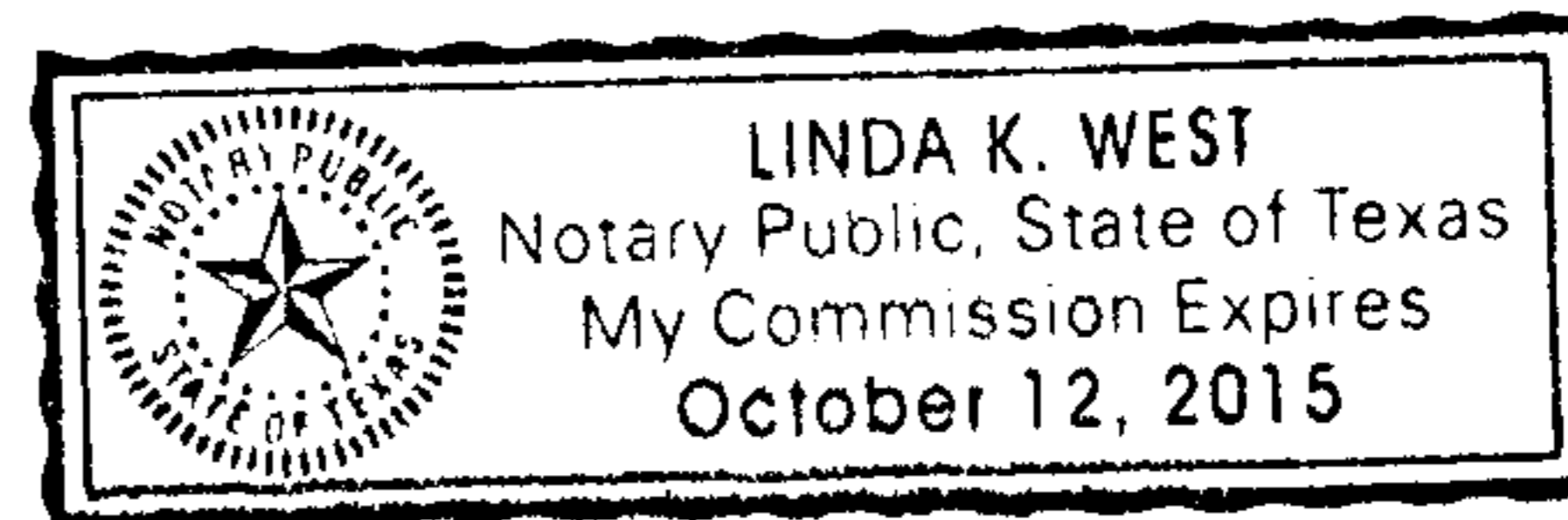
  
Notary Public in and for the State of Texas



STATE OF TEXAS           §  
                                     §  
COUNTY OF DALLAS       §

This instrument was acknowledged before me on the 28th day of February, 2012, by Joe M. Graham, President of First Class Homes, Inc., a Texas corporation, on behalf of such entity.


  
Notary Public in and for the State of Texas



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**EXHIBIT A**

	<b>Original Principal</b>	<b>Date</b>	<b>Maker</b>	<b>Payee</b>
1.	54,400	5/4/01	Luesther Skipwith Earline T. Skipwith	Homegold
2.	96,800	7/28/05	Gary C. Danner	Accredited Home Lenders
3.	57,000	11/23/04	Bridget F. Taylor	Homecomings Financial
4.	52,000	9/11/02	Richard C. Depriest	Sebring Capital Partners
5.	194,750	4/19/06	Sara Diaz	Hamilton Mortgage
6.	25,000	7/31/96	James E. Williams	Altegra Credit Co.
7.	70,200	9/30/05	Gary K. Zeytuntsyan	Finance America, LLC
8.	212,000	7/21/05	Luis Moya	Equifirst Corporation
9.	92,700	7/24/02	Kevin Mackey Kimberly Mackey	AABCO Mortgage
10.	170,000	10/29/04	Candie Gurski Cynthia Ayotte	First Guaranty Mortgage
11.	58,600	4/13/99	Gregory Spurlock	Equibanc Mortgage
12.	130,000	12/29/04	Ebony Evans Kenneth Evans	Kellner Mortgage
13.	66,500	10/20/06	John G. Pruitt	Homecomings Financial
14.	109,440	10/15/04	Monica Jones	National City Mortgage
15.	44,550	10/22/99	Angela C. Moss Sabrina D. Wilson	Southstar Funding
16.	89,160	4/29/05	Olivia Russell	Equifirst Corporation
17.	61,000	9/10/04	Sara J. Geuther Gerald Geuther	CSMC, Inc.
18.	59,925	7/26/02	Chris Robinson Heather Robinson	Matrix Financial
19.	73,500	3/07/05	Beretta T. Garron	Accredited Home Lenders
20.	63,602.50	6/26/06	Nicholas R. Trame	Homecomings Financial
21.	60,000	6/21/06	Steven W. Raines	Homecomings Financial
22.	76,000	5/11/04	Richard B. Oldham Anna M. Oldham	Decision One Mortgage
23.	28,000	6/24/05	Brian J. Hayes	Homecomings Financial

  
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# EXHIBIT A

24.	45,900	10/28/05	Tammy L. Tecuapa	Finance America
25.	85,500	3/9/04	Stoe Duffala	Mercantile Mortgage
26.	80,000	8/15/05	James R. Field, III	Mercantile Mortgage
27.	66,000	5/25/06	Linda C. Larkey	Decision One Mortgage
28.	84,000	1/26/04	James G. Chapman Margaret E. Chapman	Oak Street Mortgage
29.	73,950	11/10/05	Dorothy M. Snyder	Homecomings Financial
30.	77,600	9/14/05	Francine A. Reese	Homecomings Financial
31.	40,800	5/15/00	Shirley Hall Gibson	Homegold, Inc.
32.	15,000	1/15/99	Mattie Mae Hayes	First Alliance
33.	50,400	11/4/05	Virginia Hatcher	Remington Mortgage
34.	76,500	10/11/01	Ernest McIntyre Felicia McIntyre	Specialty Mortgage
35.	79,000	10/7/03	Millicent Bell	Homecomings Financial
36.	79,900	10/16/03	Darrell J. Jenkins Delores Hollins	New Century Mortgage
37.	62,500	6/26/2000	Maurice Nelson	First Consolidated Mortgage
38.	135,000	8/24/06	Niki Y. Knight	People's Choice Home Loan
39.	53,000	12/22/06	Angie Charbonneau	Homecomings Financial
40.	87,300	8/22/05	Karen McCoy	Homecomings Financial
41.	92,000	9/22/05	Dashawn M. Hall	Decision One Mortgage
42.	53,600	9/13/05	Roger Rutledge	Pinnacle Financial
43.	116,000	8/18/06	William A. Bartel	Homecomings Financial
44.	30,250	5/16/02	Terry W. Martin	R&R Funding Group
45.	69,200	10/20/00	Thomas D. Clements	Taylor, Bean & Whitaker
46.	91,600	8/26/99	Donna L. Williams George H. Williams	Goodrich & Pennington
47.	87,300	6/23/05	Isis Howard	New Century Mortgage
48.	42,250	12/10/01	Steven J. Burris, Sr. Patricia Burris	Matrix Financial Services

  
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