

TMI FINANCIAL, TNC.
5000 PLAZA ON THE LAKE
SUITE 100
AUSTIN, TEXAS 78748
1-800-208-8004

ASSIGNMENT AND TRANSFER OF AND TRUST

Know All Men By These Presents;

That the undersigned, the present owner of record and the holder of the legal and beneficial interest in and to the mortgage or deed of trust liens described below (the "lien"), for a legally sufficient consideration, the receipt of which is hereby acknowledged, does hereby grant, assign, transfer, set over and convey, without recourse unto First Trust National Association, whose address is First Trust Center, 180 East Fifth Street, St. Paul, Minnesota 55101 (Attention Structured Finance Dept.), as Trustee and Claims Administrator under the Pooling and Servicing Agreement dated as of November 15th, 1994 by and among: Empire Funding Corp., as originator, First Trust National Association, as Trustee, Chemical Bank, as master servicer, TMI Financial, Inc., as servicer and in its corporate capacity, and TMI Acceptance Corp., as contract of insurance holder relating to the FIIA Title I Home Improvement Loan Pass-Through Certificates, Series 1994-3, for legally and sufficient consideration hereby grant all right, title, and interest of the undersigned in and to the indebtedness secured thereby, the Note and/or Contract evidencing the same and the property therein described.



٠,

10.5h