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Recording requested by and
When recorded, return to:
RCG, Inc.
505 San Marin Drive, #110A
Novato, CA 94945

**ASSIGNMENT OF MORTGAGE
AND
OTHER COLLATERAL LOAN DOCUMENTS**

EMC Loan No : 1372440
Former FHA Case No : 1512685498
HUD Region No : 30(Y)

The Secretary of Housing and Urban Development, solely in its capacity as mortgagee ("HUD"), pursuant to the terms of that certain Loan Sale Agreement between HUD ("Assignor") whose address is 451 Seventh Street, S.W., Washington, D.C., 20410 and EMC Mortgage Corporation dated as of October 27, 1995, (the "Loan Sale Agreement"), and in consideration of Ten Dollars (\$10.00) and other good and valuable consideration paid by EMC Mortgage Corporation ("Assignee"), hereby assigns, transfers, sets over and conveys to Assignee, its successors and assigns, whose address is 222 W. Las Colinas Blvd., #600, Irving, Texas, 75039, the following without recourse:

- 1. That certain Mortgage dated 7/18/86 made by Edward E. Tilton, Jr. and Cynthia S. Tilton, Husband and Wife

which certain Mortgage was recorded as follows:
Book/Volume/Reel/Liber No. :
Page Number :
Instrument/Document No. : 865173
Certificate No./Other Reference No. :
Tax/Map/Parcel Reference # (if required for recording):
Township/Borough (if required) :

Property Address: 2626 Monaldi Pkwy
Dyer, IN

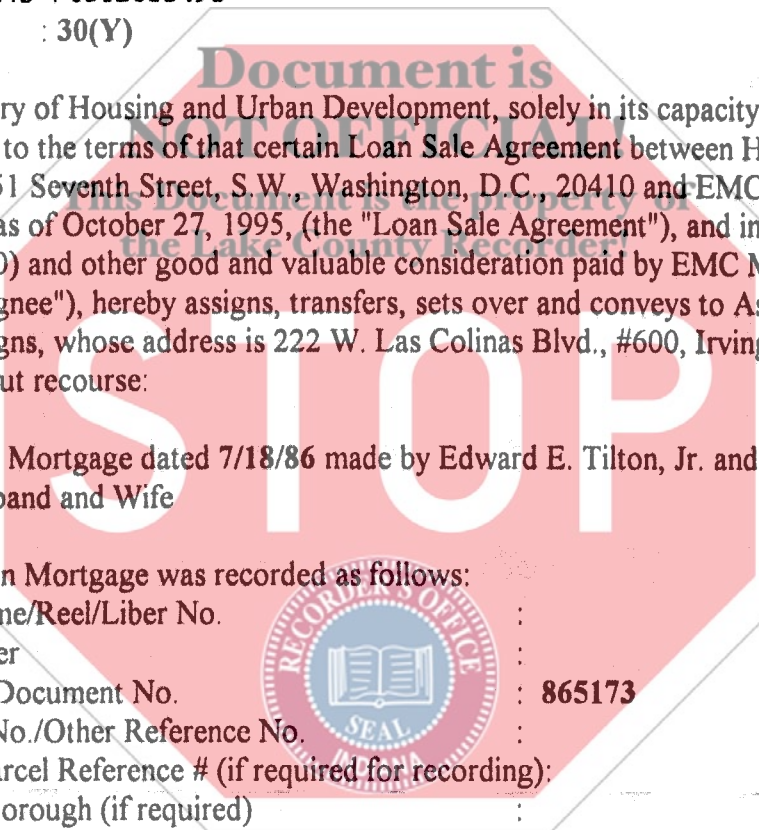
which was recorded on 7/21/86 in Lake County/Town, IN ("Mortgage"), which Mortgage secures that certain Promissory Note dated 7/18/86 ("Note"); and

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STATE OF INDIANA
LAKE COUNTY
FILED FOR RECORD

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AS

2. Such other documents, agreements, instruments and other collateral which evidence, secure or otherwise relate to HUD's right, title or interest in and to the Mortgage and/or Note and the title insurance policies and hazard insurance policies that may presently be in effect.

The Note was endorsed by HUD to Assignee without "FHA Mortgage Insurance" (as such term is defined in the Loan Sale Agreement) and without recourse.

ANY CHANGES IN THE PAYMENT OBLIGATIONS UNDER THE NOTE BY VIRTUE OF ANY FORBEARANCE OR ASSISTANCE AGREEMENT, PAYMENT PLAN OR MODIFICATION AGREEMENT AGREED TO BY HUD, WHETHER OR NOT IN WRITING, WILL BE BINDING UPON ASSIGNEE, ITS SUCCESSORS AND ASSIGNS. THIS PARAGRAPH SHALL BE INCLUDED IN ALL FUTURE ENDORSEMENTS OR ASSIGNMENTS OF THE MORTGAGE.

THE MORTGAGE MAY ONLY BE TRANSFERRED AND ASSIGNED TO A PERSON OR ENTITY THAT IS EITHER AN FHA-APPROVED SERVICING MORTGAGEE OR THAT HAS ENTERED INTO A CONTRACT FOR THE SERVICING OF THE MORTGAGE WITH AN FHA-APPROVED SERVICING MORTGAGEE. THE MORTGAGE SHALL BE SERVICED IN ACCORDANCE WITH THE ABRIDGED VERSION OF CHAPTERS 5, 6, 7, AND 9 AND APPROPRIATE APPENDICES OF HUD HANDBOOK 4330.2 REV-1, "MORTGAGE ASSIGNMENT AND PROCESSING SECRETARY-HELD SERVICING." THESE SALES AND SERVICING PROVISIONS SHALL CONTINUE TO APPLY UNLESS THE MORTGAGE IS MODIFIED, FOR CONSIDERATION, WITH THE CONSENT OF THE MORTGAGOR, REFINANCED, OR SATISFIED OF RECORD. THIS PARAGRAPH SHALL BE INCLUDED IN ALL FUTURE ENDORSEMENTS OR ASSIGNMENTS OF THE MORTGAGE.



IN WITNESS WHEREOF, HUD has caused this Assignment to be executed and delivered by its duly authorized agent effective as of the 15th day of November, 1995.

WITNESS:

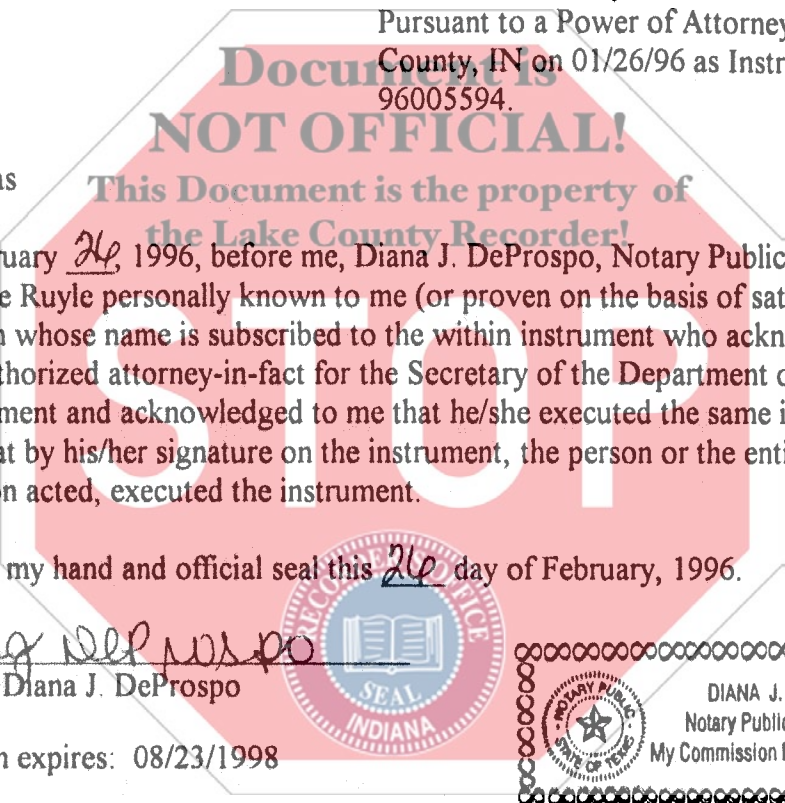
SECRETARY OF HOUSING AND URBAN DEVELOPMENT

Carolyn J. Edington
Carolyn J. Edington

By: *Ralene Ruyle*

Name: Ralene Ruyle, as Attorney-in-Fact Pursuant to a Power of Attorney recorded in Lake County, IN on 01/26/96 as Instrument No. 96005594.

State of Texas
County of Dallas



On February 26, 1996, before me, Diana J. DeProspro, Notary Public, personally appeared Ralene Ruyle personally known to me (or proven on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument who acknowledged that he/she is the authorized attorney-in-fact for the Secretary of the Department of Housing and Urban Development and acknowledged to me that he/she executed the same in his/her authorized capacity and that by his/her signature on the instrument, the person or the entity on behalf of which the person acted, executed the instrument.

Witness my hand and official seal this 26 day of February, 1996.

Diana J. DeProspro
Notary Public: Diana J. DeProspro

My Commission expires: 08/23/1998

DIANA J. DePROSPO
Notary Public, State of Texas
My Commission Expires 08-23-1998