

WHEN RECORDED, MAIL TO:
 FIRST UNION MORTGAGE CORPORATION
 1100 CORPORATE CTR. DR. C-4
 RALEIGH, NC 27607
 Loan: 9239777

SUBSTITUTION OF TRUSTEE

WHEREAS, WALTER LEE WILLIS AND JOAN KATHRYN WILLIS
 was the original Trustor,
 ASPEN TITLE & ESCROW INC

was the original Trustee, and
 THE FAIRMOUNT COMPANY

was the original Beneficiary under that certain Deed of Trust dated
 01/10/94 in KLAMATH County, Oregon, under Doc No: 74578
 or Book M94 Page 1686

WHEREAS, the undersigned as present Beneficiary, having received full
 payment on said Deed of Trust and debt and desiring to substitute a
 new Trustee under said Deed of Trust in place and stead of said original
 Trustee thereunder.

NOW, THEREFORE, the undersigned hereby substitutes:
 HENRY L BAUER

as Trustee under said Deed of Trust and directs the said Substitute
 Trustee to reconvey, without warranty, to the parties entitled thereto the
 estate now held by him under said Deed of Trust.

Dated: 09/29/98

FIRST UNION NATIONAL BANK, SUCCESSOR BY MERGER TO ATLANTIC
 RESIDENTIAL MORTGAGE CORPORATION

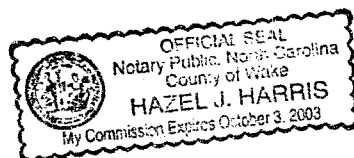
BY: Melissa S. Campbell

MELISSA S. CAMPBELL
 ASST. VICE PRESIDENT

STATE OF NORTH CAROLINA
 COUNTY OF WAKE

This instrument was acknowledged before me on 09/29/98
 by MELISSA S. CAMPBELL as ASST. VICE PRESIDENT
 of FIRST UNION NATIONAL BANK, SUCCESSOR BY MERGER TO ATLANTIC
 RESIDENTIAL MORTGAGE CORPORATION

Hazel J. Harris HAZEL J. HARRIS
 Notary Public



STATE OF OREGON: COUNTY OF KLAMATH: ss.

Filed for record at request of First Union the 15th day
 of December A.D., 19 98 at 10:59 o'clock A-M., and duly recorded in Vol. M98
 of Mortgages on Page 45788

FEE \$10.00

By Bernetha G. Letsch Bernetha G. Letsch, County Clerk