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WHEN RECORDED MAIL TO:

BankAmerica Mortgage, A Division of Bank of America, FSB
 P.O. Box 28368 Richmond, VA 23260-6368

MTC 45918-KJ

LOAN NUMBER: 0030785669

SUBSTITUTION OF TRUSTEE

NOTICE IS HEREBY GIVEN: THAT THE UNDERSIGNED, BANK OF AMERICA, FSB, DESIRES TO SUBSTITUTE A NEW TRUSTEE UNDER THE DEED OF TRUST HEREINAFTER REFERRED TO IN THE PLACE AND STEAD OF THE PRESENT TRUSTEE THEREUNDER, IN THE MANNER IN SAID DEED OF TRUST PROVIDED, AND DOES HEREBY SUBSTITUTE BANK OF AMERICA, NT & SA.

WHEREAS KLAMATH COUNTY TITLE COMPANY WAS THE ORIGINAL TRUSTEE IN THE DEED OF TRUST HEREINAFTER DESCRIBED:
 TRUSTOR(S):

STEPHEN E TILLSON AND D ARACELY TILLSON

BENEFICIARY:

MELLON MORTGAGE COMPANY

DEED OF TRUST DATED 11-08-95, AND RECORDED 11-13-95, UNDER INSTRUMENT/FILE NO. , IN BOOK/REEL/VOLUME/DOCKET M95, PAGE/IMAGE 30847, OF OFFICIAL RECORDS IN THE OFFICE OF THE RECORDER OF KLAMATH COUNTY, STATE OF OREGON.

DATED: DECEMBER 22, 1998.

BANK OF AMERICA, FSB

BY:

GLORIA MCCANNA

ASSISTANT VICE PRESIDENT

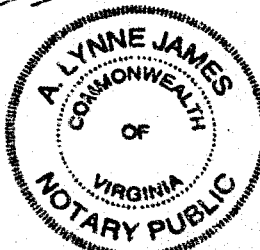


STATE OF VIRGINIA
 COUNTY OF HENRICO

ON 12-22-98, BEFORE ME, A. LYNNE JAMES, A NOTARY PUBLIC, IN AND FOR HENRICO, VIRGINIA SAID COUNTY AND STATE, PERSONALLY APPEARED GLORIA MCCANNA, ASSISTANT VICE PRESIDENT, PERSONALLY KNOWN TO ME (PROVED TO ME ON THE BASIS OF SATISFACTORY EVIDENCE) TO BE THE PERSON WHOSE NAME IS SUBSCRIBED TO THE WITHIN INSTRUMENT AND ACKNOWLEDGED TO ME THAT SHE EXECUTED THE SAME IN HER AUTHORIZED CAPACITY AND THAT BY HER SIGNATURE ON THE INSTRUMENT THE PERSON OR THE ENTITY UPON BEHALF OF WHICH THE PERSON ACTED, EXECUTED THE INSTRUMENT.

WITNESS MY HAND AND OFFICIAL SEAL.

A. LYNNE JAMES
 NOTARY PUBLIC



MY COMMISSION EXPIRES:
 SEPTEMBER 30, 1999

STATE OF OREGON.
 County of Klamath ss.

Filed for record at request of:

Amerititle

on this 4th day of January A.D. 19 99
 at 11:35 o'clock A.M. and duly recorded
 in Vol. M99 of Mortgages Page 42

Linda Smith, County Clerk
 By Debra Ross

Deputy

Fee, \$16.00

PU497;KTT

Commission Expires: September 30, 1999

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