

Recording Requested By:
Empire Funding Corp.

When Recorded Return To:

Empire Funding Corp.
9737 Great Hills Tr.
Austin, TX 78759-

C99-43

SUBSTITUTION OF TRUSTEE

EMPIRE FUNDING CORP. #19893 "HAZEL M FLEET" Lender ID:504/ Klamath Oregon

WHEREAS, the undersigned is the present Beneficiary under the Deed of Trust described as follows:

Original Trustor: HAZEL M FLEET,
Original Beneficiary: SCUND HOME IMPROVEMENT CO.
Original Trustee: FIRST AMERICAN TITLE INSURANCE CO.
Dated: 03/21/1994
Recorded on 04/11/1994 as Instrument No. Book M94, Page 10629,
In the County of KLAMATH, State of OREGON

Property Address: 1221 East St, Klamath Falls, OR, 97601

AND WHEREAS, the undersigned, who is the present Beneficiary under said Deed of Trust, desires to appoint a successor Trustee under said Deed of Trust in the place and stead of present Trustee thereunder;

Now therefore, the undersigned hereby appoints KRISTA L. WHITE OF BISHOP, LYNCH & WHITE whose address is 720 OLIVE WAY #1600, SEATTLE, WA 98101-1801 as Successor Trustee under said Deed of Trust, to have all the powers of said original Trustee, effective immediately.

U.S. BANK TRUST NATIONAL ASSOCIATION FKA
FIRST TRUST NATIONAL ASSOCIATION
On January 03, 1999

By: C. Hatfield

C. HATFIELD, VICE PRESIDENT

MINNESOTA

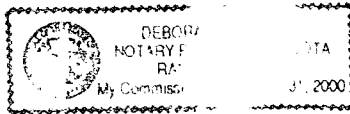
STATE OF
COUNTY OF

RAMSEY

ON January 03, 1999, before me, Deborah J. Franco,
Notary Public in and for RAMSEY County, in the
State of MINNESOTA, personally appeared C. HATFIELD, VICE PRESIDENT, personally known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity, and that by his/her/their signature on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

WITNESS my hand and official seal,

Deborah J. Franco
Notary Expires: 12/31/2000



Empire Funding Corp., 9737 Great Hills Tr., Austin TX 78759
MRS-19981231-0035 ORKLAMA KLAMATH OR BAT: 2583/19893 KXORSUB1

(This area for notarial seal)

STATE OF OREGON, COUNTY OF KLAMATH ss.

Filed for record at request of First American Title the 19th day
of April A.D. 1999 at 1:36 o'clock P. M. and duly recorded in Vol M99
of Mortgages on Page 14329

FEE \$10.00

Linda Smith, County Clerk

by Deborah J. Franco