

Recording Requested By:

Vol. M99 Page 48630

When Recorded Return To:

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

State of Oregon, County of Klamath
 Recorded 12/10/99, at 8:23 a.m.
 In Vol. M99 Page 48630
 Linda Smith,
 County Clerk Fee \$ 10.00

CORPORATE ASSIGNMENT OF DEED OF TRUST

KLAMATH COUNTY, OREGON

SELLER'S SERVICING#: 745420 "CUNNINGHAM" EMPI01

INVESTOR'S LOAN NO: 802

Date of Assignment: 11/05/99

Assignor: EMPIRE FUNDING CORP. at 9737 GREAT HILLS TRAIL, AUSTIN, TX 78759

Assignee: U.S. BANK NATIONAL ASSOCIATION (FKA FIRST BANK NATIONAL ASSOCIATION)
 at 180 E. 5TH STREET, MEZZ L, ST. PAUL, MN 55101

Executed By: RICHARD G. CUNNINGHAM AND SHIRLEY M. CUNNINGHAM, HUSBAND AND WIFE
 To: EMPIRE FUNDING CORP.

Date of Deed of Trust: 02/18/97

Recorded 04/09/97 as Instrument/Document No. 35660 in Book M97 Page 10445 In KLAMATH COUNTY, OREGON.

Property Address: 5229 COTTAGE AVENUE, KLAMATH FALLS, OR 97603

KNOW ALL MEN BY THESE PRESENTS that in consideration of the sum of TEN and NO/100ths DOLLARS and other good and valuable consideration, paid to the above named Assignor, the receipt and sufficiency of which is hereby acknowledged, said Assignor hereby assigns unto the above-named Assignee, the said Deed of Trust together with the Note or other evidence of indebtedness (the "Note"), said Note having an original principal sum of \$28,000.00 with interest, secured thereby, together with all moneys now owing or that may hereafter become due or owing in respect thereof, and the full benefit of all the powers and of all the covenants and provisos therein contained, and the said Assignor hereby grants and conveys unto the said Assignee, the Assignor's beneficial interest under the Deed of Trust.

TO HAVE AND TO HOLD the said Deed of Trust and Note, and also the said property unto the said Assignee forever, subject to the terms contained in said Deed of Trust and Note. IN WITNESS WHEREOF, the assignor has executed these presents the day and year first above written:

EMPIRE FUNDING CORP.

On November 05, 1999By: Sherry Spell

SHERRY SPELL, ASST. VICE PRESIDENT

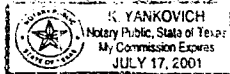


STATE OF Texas
 COUNTY OF Travis

ON November 05, 1999, before me, K. YANKOVICH, a Notary Public in and for the County of Travis County, State of Texas, personally appeared SHERRY SPELL, ASST. 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.

K. Yankovich
 K. YANKOVICH

Notary Expires: 07/17/2001



(This area for notarial seal)

Empire Funding Corp., 9737 Great Hills Tr., Austin TX 78759
 GND/19990914/0011 GENERIC KLAMATH OR BAT: 5/746420 KATI: