

M05-62948

08/29/2005 08:34:56 AM

Of Pages 2 Fee: \$36.00

Recording Requested By:
VERDUGO TRUSTEE SERVICE CORPORATION

When Recorded Return To:

ALLIANCE DEFAULT SERVICES
460 DRAKE CIRCLE
SACRAMENTO, CA 95864



SUBSTITUTION OF TRUSTEE & DEED OF RECONVEYANCE

CITIMORTGAGE, INC. #:0008052421 "SPENCER" Lender ID:8027/0008052421 Klamath, Oregon
MERS #: 100026600080524213 VRU #: 1-888-679-6377

The undersigned is the present beneficiary and owner and holder of the Note and the Deed of Trust, Dated: 12/23/2002 made by MICHAEL D. SPENCER AND GLORIA J. SPENCER as the original Grantor(s), to AMERITITLE, as the original Trustee, for the benefit of UMPQUA BANK, as the original beneficiary, which Deed of Trust was recorded on 01/23/2003 in Book/Reel/Liber: M 03 Page/Folio: 4297, in the official records of Klamath County, Oregon

The undersigned HEREBY SUBSTITUTES FIRST AMERICAN TITLE INSURANCE CO. BY ALLIANCE TITLE, ITS UNDERWRITTEN AGENT, Trustee in lieu of the above named Trustee under said Deed of Trust.

FIRST AMERICAN TITLE INSURANCE CO. BY ALLIANCE TITLE, ITS UNDERWRITTEN AGENT hereby accepts said appointments as Trustee under said Deed of Trust and, as Successor Trustee, pursuant to the request of said Owner and Holder and in accordance with the provisions of said Deed of Trust does hereby reconvey, without any covenant or warranty express or implied, to the person or persons legally entitled thereto, all of the estate held by the undersigned under said Deed of Trust.

IN WITNESS WHEREOF, the present beneficiary and FIRST AMERICAN TITLE INSURANCE CO. BY ALLIANCE TITLE, ITS UNDERWRITTEN AGENT have caused these presents to be executed by their duly authorized officers on the dates below written.

MORTGAGE ELECTRONIC
REGISTRATION SYSTEMS, INC

On August 15th, 2005

By: _____
MERHL GIBSON, Vice-President



By FIRST AMERICAN TITLE
INSURANCE CO. BY ALLIANCE
TITLE, ITS UNDERWRITTEN
AGENT as Trustee
On 8/15/05

By: _____
SARIKA CHAND, ASST.
SECRETARY AND AUTHORIZED
SIGNATURE

STATE OF Maryland
COUNTY OF Frederick

On August 15th, 2005, before me, Jane Eyler, a Notary Public in and for Frederick County, in the State of Maryland, personally appeared MERHL GIBSON, Vice-President who acknowledged himself/herself to be the aforesaid officer of the above named corporation, and that he/she, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself/herself as the officer designated therein. In witness whereof I hereunto set my hand and official seal,

WITNESS my hand and official seal,

JANE EYLER
Notary Expires: 11/01/2005

(This area for notarial seal)

Jane Eyler
Notary Public
Frederick Co., MD

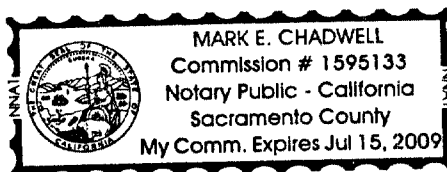
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STATE OF California
COUNTY OF Sacramento

On 8/12/05, personally appeared SARIKA CHAND, ASST. SECRETARY AND AUTHORIZED SIGNATURE, personally known to me to be the Asst. Vice President of the corporation that executed the within and foregoing instrument, and acknowledged said instrument to be free and voluntary act and deed, of said corporation, for the uses and purposes therein mentioned, and on oath stated that she is authorized to execute said instrument. In Witness Whereof I have set my hand and affixed my official seal the day and year first above written.

~~WITNESS~~ my hand and official seal,

MARK E. CHADWELL
Notary Expires: 07/15/2009 #1595133



(This area for notarial seal)