

235154
203/97-E

ASSIGNMENT OF DEED OF TRUST

THIS INDENTURE, Made this 1st day of MAY, 1997

between HARBOURTON MORTGAGE CO., L.P. hereinafter called the ("Assignor"), of the first part, and

* hereinafter called the ("Assignee"), of the second part, witnesseth, that

WHEREAS JAMES H. HOWES AND LOUISE N. HOWES, HUSBAND AND WIFE

* The Bank of New York Trustee under the Pooling and Servicing Agreement Series 1997 E at 101 Barclay Street New York, NY 10286 Corp. Trust - MBS

Stewart Title of Carson City "Trustee"

did, by a certain trust deed, dated the 7th day of APRIL, 1997, in the State of Nevada, on 4-16-97, and duly recorded in book 0497

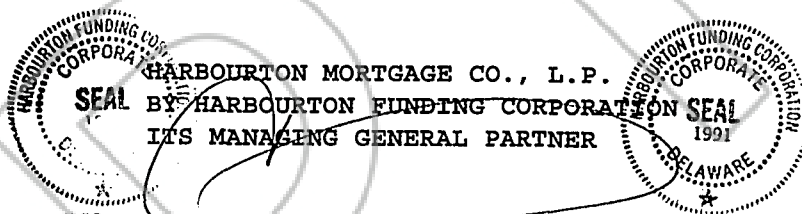
page 2424 Document No. 0410683, grant, bargain, sell and convey the property therein described to the Trustee therein named and assigns, to secure the payment of one promissory note, for the principal sum of \$60,000.00 Dollars and interest.

NOW, THEREFORE, in the consideration of the sum of Ten Dollars and other good and valuable consideration, paid by the said assignee to the said assignor, the receipt whereof is hereby acknowledged, the said assignor hereby assigns unto the said assignee, the said trust deed and note secured thereby, without recourse, 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 the covenants and provisos therein contained and the said assignor hereby grants and conveys unto the said assignee, the real property described therein, situate in the County of Douglas, State of Nevada.

TO HAVE AND TO HOLD the said trust deed and note, and also the said property unto the said assignee forever, subject to the terms contained in said trust deed and note.

IN WITNESS WHEREOF, the party of the first part has executed these presents the day and year first above written. Signed, sealed and delivered by:

ATTEST:



HARBOURTON MORTGAGE CO., L.P. SEAL BY HARBOURTON FUNDING CORPORATION SEAL ITS MANAGING GENERAL PARTNER

BY: CONSTANCE A. DIONISIO, ASSISTANT VICE PRESIDENT

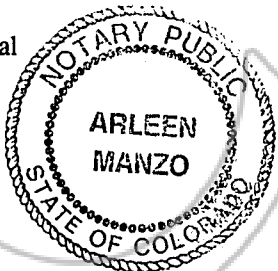
RACHELLE R. DECKER ASSISTANT SECRETARY

STATE OF COLORADO)) ss COUNTY OF ARAPAHOE)

I, ARLEEN MANZO DO HEREBY CERTIFY that CONSTANCE A. DIONISIO ASSISTANT VICE PRESIDENT of HARBOURTON FUNDING CORPORATION and RACHELLE R. DECKER ASSISTANT SECRETARY of said Corporation, whose names are subscribed to the within instrument, appeared before me this day in person and severally acknowledged that as such CONSTANCE A. DIONISIO and RACHELLE R. DECKER they signed and delivered the said Instrument of writing as ASSISTANT VICE PRESIDENT and ASSISTANT SECRETARY of said Corporation and caused the corporate seal of said Corporation to be thereunto affixed, as their free and voluntary act and as the free and voluntary act and deed of said Corporation, for the uses and purposes therein set forth.

GIVEN under my hand and Notarial Seal this 1st day of MAY, 1997, A.D.

Witness my hand and seal



Arleen Manzo Notary Public ARLEEN MANZO Date Commission Expires MAY 21, 2000

WHEN RECORDED RETURN TO: Principal Portfolio Services, Inc. 3631 South Harbor Blvd. Suite 200 Santa Ana, CA 92704-6951

REQUESTED BY Principal Portfolio IN OFFICIAL RECORDS OF DOUGLAS CO., NEVADA

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LINDA SLATER RECORDER \$700 PAID DEPUTY

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