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RECORDING REQUEST BY

First Union Home Equity Bank

WHEN RECORDED MAIL TO

NAME: First Union Home Equity Bank

~~INSURANCE COMPANY~~

MAILING ADDRESS: 1000 Louis Rose Place

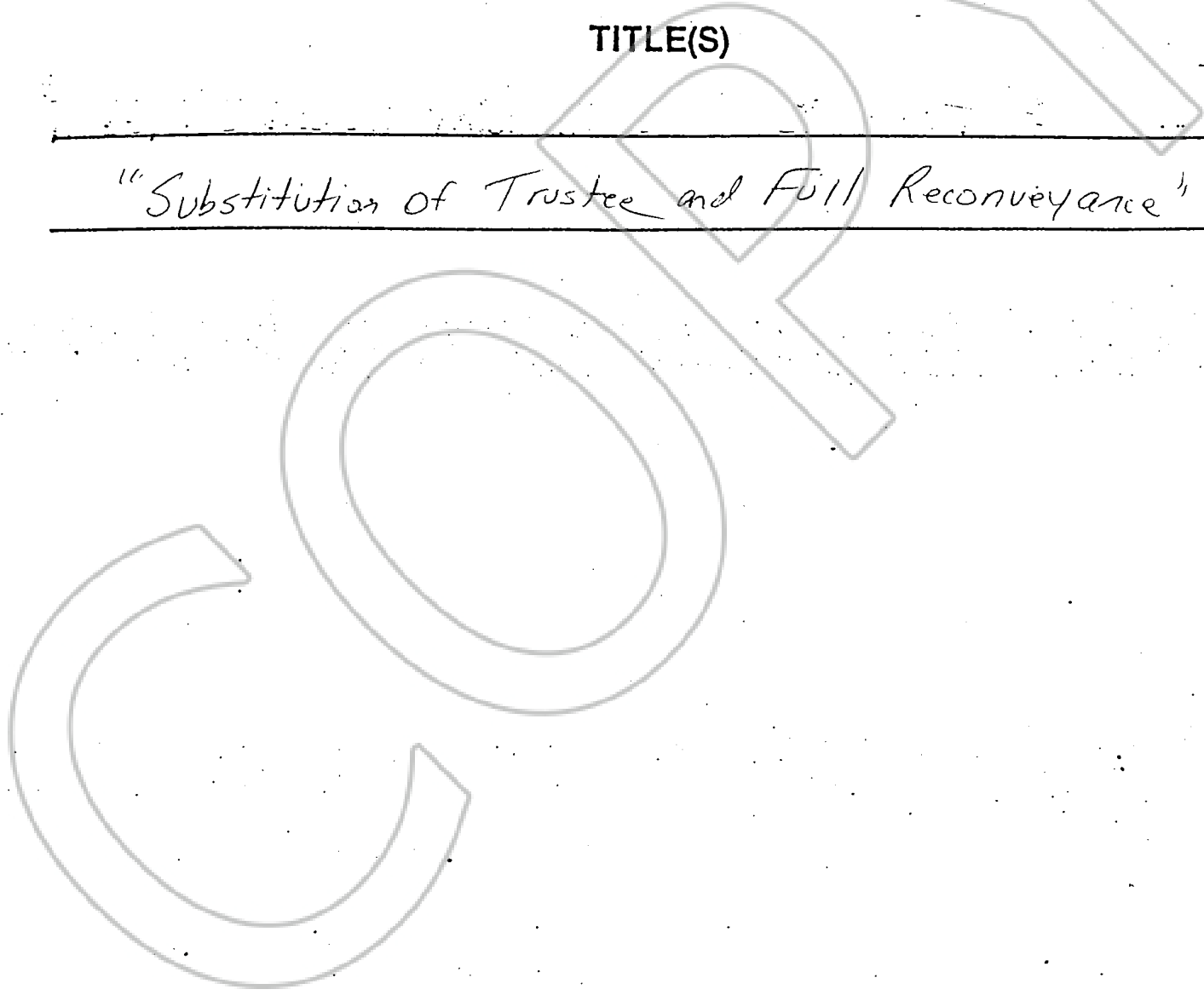
SUITE 2nd FL Suite B

CITY, STATE ZIP CODE: Charlotte, NC 28262

SPACE ABOVE THIS LINE RESERVED FOR RECORDER'S USE

TITLE(S)

"Substitution of Trustee and Full Reconveyance"



0483254

BK 1299PG4458

SUBSTITUTION OF TRUSTEE AND FULL RECONVEYANCE

The Undersigned, LASALLE NATIONAL BANK, as Trustee
as the owner and holder of the Note secured by Deed of Trust dated APRIL 17, 1997
made by EDWARD W. DOWNER AND MARIANNE K. DOWNER
to WESTERN TITLE Trustee,
for MANUFACTURERS BANK AS SUCCESSOR TO AVONDALE FEDERAL SAVINGS BANK, Beneficiary

which Deed of Trust was recorded APRIL 22, 1997 in Book 497 on Page 3308 of Official Records of DOUGLAS County, Nevada, as Document No. 411063 and assigned to LaSalle National Bank hereby substitutes MANUFACTURERS BANK AS SUCCESSOR TO AVONDALE FEDERAL SAVINGS BANK as Trustee in Lieu of the Trustee therein.

MANUFACTURERS BANK AS SUCCESSOR TO AVONDALE FEDERAL SAVINGS BANK, hereby accepts said appointment as Trustee under the above Deed of Trust, and as successor Trustee, and pursuant to the request of said owner and holder and in accordance with the provisions of said Deed of Trust, does hereby RECONVEY WITHOUT WARRANTY, TO THE PERSON OR PERSONS LEGALLY ENTITLED THERETO, all the estate now held by it under said Deed of Trust.

LOT 35, IN BLOCK D, OF [WILDHORSE SUBDIVISION UNIT NO. 1, A PLANNED UNIT DEVELOPMENT] ACCORDING TO THE MAP THEREOF, FILED IN THE OFFICE OF THE COUNTY RECORDER OF DOUGLAS COUNTY, STATE OF NEVADA, ON AUGUST 3, 1989, IN BOOK 889, AS PAGE 450, AS DOCUMENT NO. 207982.

TAX ID: 21-314-13

IN WITNESS WHEREOF the owner and holder above named, and as successor Trustee, has caused this instrument to be executed, each in its respective interest.

Dated: APRIL 7, 1999

LASALLE NATIONAL BANK, AS TRUSTEE
Owner

MANUFACTURES BANK AS SUCCESSOR TO AVONDALE FEDERAL SAVINGS BANK
Substitute Trustee

LaSalle National Bank, as Trustee, in trust for the registered holders of Manufacturers Bank As Successor To Avondale Revolving Home Equity Loan Asset-Backed Certificates, Series 1997-2 and Capital Markets Assurance Corporation.

LASALLE NATIONAL BANK, AS TRUSTEE

by Manufacturers Bank As Successor To Avondale Federal Savings Bank
it's Attorney-in-Fact
BY: [Signature]
WAYNE E. BIVER, Vice President
BY: [Signature]
DAN THOMAS, Witness

BY: [Signature]
WAYNE E. BIVER, Vice President
BY: [Signature]
DAN THOMAS, Witness

STATE OF ILLINOIS
COUNTY OF DUPAGE

STATE OF ILLINOIS
COUNTY OF DUPAGE

On APRIL 7, 1999
WAYNE E. BIVER and DAN THOMAS
personally appeared before me, a notary public, in and for said county, the above officers of Manufacturers Bank As Successor To Avondale Federal Savings Bank known to me to be the persons described in and who executed the foregoing instrument, freely and voluntarily and for the uses and purposes therein mentioned.

On APRIL 7, 1999
WAYNE E. BIVER and DAN THOMAS
personally appeared before me, a notary public, in and for said county, the above officers of Manufacturers Bank As Successor To Avondale Federal Savings Bank known to me to be the persons described in and who executed the foregoing instrument, freely and voluntarily and for the uses and purposes therein mentioned.

[Signature]
SUZON STAFFORD, Notary Public
"OFFICIAL SEAL"
SUZON A STAFFORD
SEAL NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 11/20/99

[Signature]
SUZON STAFFORD, Notary Public
"OFFICIAL SEAL"
SUZON A STAFFORD
SEAL NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 11/20/99

When recorded return to:

THIS INSTRUMENT WAS PREPARED BY WAYNE E. BIVER, VICE-PRESIDENT
MANUFACTURERS BANK AS SUCCESSOR TO
AVONDALE FEDERAL SAVINGS BANK - 900 S. FRONTAGE ROAD, WOODRIDGE, IL 60517

0483254

REQUESTED BY
Old Republic Nat'l
IN OFFICIAL RECORDS OF
DOUGLAS COUNTY, NEVADA

1999 DEC 23 AM 11:59

LINDA SLATER
RECORDER

⁰³
\$12 PAID k2 DEPUTY

0483254

BK 1299PG4460