

UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
JACKSONVILLE DIVISION

IN RE:

Taylor, Bean & Whitaker Mortgage Corp.

Debtor(s).

Case No. 3:09-bk-07047-JAF
Chapter 11

**MOTION FOR RELIEF FROM THE AUTOMATIC STAY AND FOR NUNC PRO
TUNC APPROVAL OF RECORDATION OF ASSIGNMENT OF DEED OF TRUST
AND WAIVER OF 30-DAY RULE PURSUANT TO 11 U.S.C. §362(e)
(RE: 2635 THULE LANE, RUNNING SPRINGS, CA 92382)**

PURSUANT TO LOCAL RULE 2002-4, THE COURT WILL CONSIDER THIS MOTION, OBJECTION, OR OTHER MATTER WITHOUT FURTHER NOTICE OR HEARING UNLESS A PARTY IN INTEREST FILES AN OBJECTION WITHIN 21 DAYS FROM THE DATE OF SERVICE OF THIS PAPER. IF YOU OBJECT TO THE RELIEF REQUESTED IN THIS PAPER, YOU MUST FILE YOUR OBJECTION WITH THE CLERK OF THE COURT AT 300 N. HOGAN STREET, SUITE 3-350, JACKSONVILLE, FLORIDA 32202-4267, AND SERVE A COPY ON THE MOVANT'S ATTORNEY, SHAPIRO & FISHMAN, 4630 WOODLAND CORPORATE BLVD., SUITE 100, TAMPA, FL 33614.

IF YOU FILE AND SERVE AN OBJECTION WITHIN THE TIME PERMITTED, THE COURT MAY SCHEDULE A HEARING AND YOU WILL BE NOTIFIED. IF YOU DO NOT FILE AN OBJECTION WITHIN THE TIME PERMITTED, THE COURT WILL CONSIDER THAT YOU DO NOT OPPOSE THE GRANTING OF THE RELIEF REQUESTED IN THE PAPER, WILL PROCEED TO CONSIDER THE PAPER WITHOUT FURTHER NOTICE OR HEARING, AND MAY GRANT THE RELIEF REQUESTED.

Comes now the Bank of New York Mellon Corporation, as Trustee for TBW Mortgage-Backed Trust 2007-1, Mortgage Pass-Through Certificates, Series 2007-1 ("Movant"), by and through the undersigned attorney and requests the Court for entry of an Order Granting Relief from the Automatic Stay and Nunc Pro Tunc Approval of Recordation of Assignment of Deed of Trust, and in support thereof would show:

1. This is a motion pursuant to Bankruptcy Rule 4001(a) for a modification of the automatic stay provisions of Section 362(d)(1) of the Bankruptcy Code.
2. That the Movant is a secured creditor by virtue of a promissory note, mortgage, and assignment of mortgage(s) on real property located at 2635 Thule Lane, Running Springs, CA 92382 and bearing following legal description:

ALL THAT CERTAIN REAL PROPERTY SITUATED IN THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, DESCRIBED AS FOLLOWS:

LOT 91 OF TRACT NO. 7568, IN THE COUNTY OF SAN BERNARDINO, STATE OF CALIFORNIA, AS PER MAP RECORDED IN BOOK 109, PAGES 54 THROUGH 59 INCLUSIVE OF MAPS, IN THE OFFICE OF THE COUNTY RECORDER OF SAID COUNTY.

3. Copies of the above-referenced documents are attached to this motion as Exhibit "A"
4. The aforementioned documents create first mortgage position on the Subject Property in favor of Movant.
5. Debtor(s) filed a Chapter 7 petition on August 24, 2009 in bankruptcy in the United States Bankruptcy Court for the Middle District of Florida.
6. The Debtor transferred physical possession of the Note to Movant but did not execute and record a corresponding Assignment of Deed of Trust to Movant.
7. Debtor is not personally liable to Movant as a Debtor and Movant seeks only in rem relief to foreclose upon the Subject Property.
8. On January 13, 2011, Movant recorded an Assignment of Deed of Trust in favor of Movant was recorded as instrument number 2011-0016616 of the official records of the Office of the Recorder of San Bernardino County, California (the "Assignment").
9. Movant asserts that the subject obligation is not an obligation owed by the Debtor to Movant and that there is no automatic stay in effect with regards to the subject Deed of

Trust. Accordingly, Movant requests entry of its Order 1) determining that the subject property is not property of the estate and that no automatic stay in effect with regards to the subject property, with such determination effective, nunc pro tunc, as of the date of filing of the Debtor's petition, 2) authorizing and directing the Debtor to execute an Assignment of Deed of Trust in favor of Movant with regards to the subject property, with such relief and authorization effective, nunc pro tunc, to the date of execution and recordation of the Assignment, and 3) allowing the Movant to commence and/or continue a foreclosure action in the State Court with regards to the subject property.

10. Movant hereby waives the thirty (30) day rule set forth in 11 U.S.C. §362(e) and consents to the Court setting a hearing on this Motion on or within thirty (30) days after the filing of this motion.

WHEREFORE, the Bank of New York Mellon Corporation, as Trustee for TBW Mortgage-Backed Trust 2007-1, Mortgage Pass-Through Certificates, Series 2007-1, moves this court to enter an order 1) determining that the subject property is not property of the estate and that no automatic stay in effect with regards to the subject property, with such determination effective, nunc pro tunc, as of the date of filing of the Debtor's petition, 2) authorizing and directing the Debtor to execute an Assignment of Deed of Trust in favor of Movant with regards to the subject property, with such relief and authorization effective, nunc pro tunc, to the date of execution and recordation of the Assignment, and 3) allowing the Movant to commence and/or continue a foreclosure action in the State Court with regards to the subject property.

/s/ Kevin L. Hing
Kevin L. Hing
FL Bar # 0071976
SHAPIRO, FISHMAN & GACHÉ, LLP
Attorney for Secured Creditor
4630 Woodland Corporate Blvd.
Suite 100
Tampa, FL 33614
Telephone: (813) 880-8888
Fax: (813) 880-8800
E-mail: khing@logs.com

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that a true and correct copy of the foregoing Motion for Relief from the Automatic Stay and all exhibits, have been sent by electronic or standard first class mail on this 16th day of March, 2011 to the following:

Taylor, Bean & Whitaker Mortgage Corp., 4901 Vineland Road, Suite 120, Orlando, Fl 32811
Edward J. Peterson, III, 110 East Madison Street, Suite 200, Tampa, Fl 33602
Amy Denton Harris, 110 East Madison Street, Suite 200, Tampa, Fl 33602
Russell M. Blain, 110 East Madison Street, Suite 200, Tampa, Fl 33602
Richard C. Prosser, 110 East Madison Street, Suite 200, Tampa, Fl 33602
Jeffrey W. Kelley, 600 Peachtree Street, Suite 5200, Atlanta, Ga 30308-2216
James D. Dantzler, Jr., 600 Peachtree Street Northeast, Suite 5200, Atlanta, Ga 30308
United States Trustee, 135 West Central Blvd., Suite 620, Orlando, Fl 32801
Elena L. Escamilla, 135 West Central Boulevard, Suite 620, Orlando, Fl 32801
All other interested parties and creditors listed on the 1007(d) parties in interest list

/s/ Kevin L. Hing
Kevin L. Hing
FL Bar # 0071976

11-221893

ServiceLink

RECORDING REQUESTED BY

AND WHEN RECORDED MAIL TO

AMERICAN HOME MORTGAGE
SERVICING, INC.
4875 Belfort Road, Suite 130
Jacksonville, FL 32256

CERTIFIED TO BE A TRUE AND EXACT COPY
OF THE ORIGINAL DOCUMENT RECORDED:

01-13-2011
AS INSTRUMENT NUMBER:

2011-00166160
AS BOOK:

AS PAGE:

BY SERVICELINK

Space above this line for recorder's use only

Trustee Sale No. 10-07106-3 CA Loan No. [REDACTED] Title Order No. 608592

ASSIGNMENT OF DEED OF TRUST

FOR VALUE RECEIVED, the undersigned hereby grants, assigns and transfers to The Bank of New York Mellon Corporation, as Trustee for TBW Mortgage-Backed Trust 2007-1, Mortgage Pass-Through Certificates, Series 2007-1 all beneficial interest under that certain Deed of Trust dated as of January 16, 2007 executed by MELISSA R WILLEMSE, AS A SINGLE WOMAN, as Trustor; to COMMONWEALTH LAND TITLE CO, as Trustee; and Recorded on January 18, 2007 with recorder's reference 2007-0035197 of official records in the Office of the Recorder of San Bernardino County, California.

TOGETHER with the note or notes therein described and secured thereby, the money due and to become due thereon, with interest, and all rights accrued or to accrue under said Deed of Trust including the right to have reconveyed, in whole or in part, the real property described therein.

DATE: 12-3-10

MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC.

By: *Elizabeth Boulton* Elizabeth Boulton
Vice President

STATE OF: Florida

COUNTY OF: Duval

On 12/3/10 before me, Rosemarie Boren, Notary Public, personally appeared Elizabeth Boulton who 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(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Florida that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Rosemarie Boren
Notary Signature



COMMONWEALTH LAND TITLE CO.
SAN BERNARDINO

RECORDING REQUESTED BY
Taylor, Bean & Whitaker Mortgage C

AND WHEN RECORDED MAIL TO
Taylor, Bean & Whitaker Mortgage Corp.
1417 North Magnolia Ave.
Ocala, FL 34475

Recorded in Official Records, County of San Bernardino



LARRY WALKER
Auditor/Controller - Recorder

1/18/2007
1:00 PM
LJ

604 LandAmerica Commonwealth

Doc#: 2007-0035197



Titles: 1 Pages: 14
Fees 47.00
Taxes 0.00
Other 0.00
PRICED \$47.00

2132000-92

[Space Above This Line For Recording Data]

DEED OF TRUST

MIN: [REDACTED]

DEFINITIONS

Words used in multiple sections of this document are defined below and other words are defined in Sections 3, 11, 13, 18, 20 and 21. Certain rules regarding the usage of words used in this document are also provided in Section 16.

(A) "Security Instrument" means this document, which is dated **January 16, 2007**, together with all Riders to this document.

(B) "Borrower" is **Melissa R Willemse, As A Single Woman**

Borrower is the trustor under this Security Instrument.

(C) "Lender" is **Taylor, Bean & Whitaker Mortgage Corp.** organized and existing under the laws of **FL**. Lender's address is **1417 North Magnolia Ave, Ocala, FL 34475**

(D) "Trustee" is **COMMONWEALTH LAND TITLE CO**

(E) "MERS" is Mortgage Electronic Registration Systems, Inc. MERS is a separate corporation that is acting solely as a nominee for Lender and Lender's successors and assigns. MERS is the beneficiary under this Security Instrument. MERS is organized and existing under the laws of Delaware, and has an address and telephone number of P.O. Box 2026, Flint, MI 48501-2026, tel. (888) 679-MERS.

(F) "Note" means the promissory note signed by Borrower and dated **January 16, 2007**. The Note states that Borrower owes Lender **Two Hundred Twenty Four Thousand and no/100** Dollars (U.S. \$ **224,000.00**) plus interest. Borrower has promised to pay this debt in regular Periodic Payments and to pay the debt in full not later than **February 01, 2037**

(G) "Property" means the property that is described below under the heading "Transfer of Rights in the Property."



0240601348784

(H) "Loan" means the debt evidenced by the Note, plus interest, any prepayment charges and late charges due under the Note, and all sums due under this Security Instrument, plus interest.

(I) "Riders" means all Riders to this Security Instrument that are executed by Borrower. The following Riders are to be executed by Borrower [check box as applicable]:

- | | | |
|--|---|---|
| <input type="checkbox"/> Adjustable Rate Rider | <input type="checkbox"/> Condominium Rider | <input type="checkbox"/> Second Home Rider |
| <input type="checkbox"/> Balloon Rider | <input type="checkbox"/> Planned Unit Development Rider | <input type="checkbox"/> Other(s) [specify] |
| <input type="checkbox"/> 1-4 Family Rider | <input type="checkbox"/> Biweekly Payment Rider | |

(J) "Applicable Law" means all controlling applicable federal, state and local statutes, regulations, ordinances and administrative rules and orders (that have the effect of law) as well as all applicable final, non-appealable judicial opinions.

(K) "Community Association Dues, Fees, and Assessments" means all dues, fees, assessments and other charges that are imposed on Borrower or the Property by a condominium association, homeowners association or similar organization.

(L) "Electronic Funds Transfer" means any transfer of funds, other than a transaction originated by check, draft, or similar paper instrument, which is initiated through an electronic terminal, telephonic instrument, computer, or magnetic tape so as to order, instruct, or authorize a financial institution to debit or credit an account. Such term includes, but is not limited to, point-of-sale transfers, automated teller machine transactions, transfers initiated by telephone, wire transfers, and automated clearinghouse transfers.

(M) "Escrow Items" means those items that are described in Section 3.

(N) "Miscellaneous Proceeds" means any compensation, settlement, award of damages, or proceeds paid by any third party (other than insurance proceeds paid under the coverages described in Section 5) for: (i) damage to, or destruction of, the Property; (ii) condemnation or other taking of all or any part of the Property; (iii) conveyance in lieu of condemnation; or (iv) misrepresentations of, or omissions as to, the value and/or condition of the Property.

(O) "Mortgage Insurance" means insurance protecting Lender against the nonpayment of, or default on, the Loan.

(P) "Periodic Payment" means the regularly scheduled amount due for (i) principal and interest under the Note, plus (ii) any amounts under Section 3 of this Security Instrument.

(Q) "RESPA" means the Real Estate Settlement Procedures Act (12 U.S.C. §2601 et seq.) and its implementing regulation, Regulation X (24 C.F.R. Part 3500), as they might be amended from time to time, or any additional or successor legislation or regulation that governs the same subject matter. As used in this Security Instrument, "RESPA" refers to all requirements and restrictions that are imposed in regard to a "federally related mortgage loan" even if the Loan does not qualify as a "federally related mortgage loan" under RESPA.

(R) "Successor in Interest of Borrower" means any party that has taken title to the Property, whether or not that party has assumed Borrower's obligations under the Note and/or this Security Instrument.

TRANSFER OF RIGHTS IN THE PROPERTY

The beneficiary of this Security Instrument is MERS (solely as nominee for Lender and Lender's successors and assigns) and the successors and assigns of MERS. This Security Instrument secures to Lender: (i) the repayment of the Loan, and all renewals, extensions and modifications of the Note; and (ii) the performance of Borrower's covenants and agreements under this Security Instrument and the Note. For this purpose, Borrower irrevocably grants and conveys to Trustee, in trust, with power of sale, the following described property located in the **County** [Type of Recording Jurisdiction]

of **San Bernardino** [Name of Recording Jurisdiction]

See Attached Exhibit A.

which currently has the address of

2635 Thule Lane
[Street]

Running Springs
[City]

, California

92382
[Zip Code]

("Property Address"):

TOGETHER WITH all the improvements now or hereafter erected on the property, and all easements, appurtenances, and fixtures now or hereafter a part of the property. All replacements and additions shall also be covered by this Security Instrument. All of the foregoing is referred to in this Security Instrument as the "Property." Borrower understands and agrees that MERS holds only legal title to the interests granted by Borrower in this Security Instrument, but, if necessary to comply with law or custom, MERS (as nominee for Lender and Lender's successors and assigns) has the right to exercise any or all of those interests, including, but not limited to, the right to foreclose and sell the Property; and to take any action required of Lender including, but not limited to, releasing and canceling this Security Instrument.

BORROWER COVENANTS that Borrower is lawfully seized of the estate hereby conveyed and has the right to grant and convey the Property and that the Property is unencumbered, except for encumbrances of record. Borrower warrants and will defend generally the title to the Property against all claims and demands, subject to any encumbrances of record.

THIS SECURITY INSTRUMENT combines uniform covenants for national use and non-uniform covenants with limited variations by jurisdiction to constitute a uniform security instrument covering real property.

UNIFORM COVENANTS. Borrower and Lender covenant and agree as follows:

1. **Payment of Principal, Interest, Escrow Items, Prepayment Charges, and Late Charges.** Borrower shall pay when due the principal of, and interest on, the debt evidenced by the Note and any prepayment charges and late charges due under the Note. Borrower shall also pay funds for Escrow Items pursuant to Section 3. Payments due under the Note and this Security Instrument shall be made in U.S. currency. However, if any check or other instrument received by Lender as payment under the Note or this Security Instrument is returned to Lender unpaid, Lender may require that any or all subsequent payments due under the Note and this Security Instrument be made in one or more of the following forms, as selected by Lender: (a) cash; (b) money order; (c) certified check, bank check, treasurer's check or cashier's check, provided any such check is drawn upon an institution whose deposits are insured by a federal agency, instrumentality, or entity; or (d) Electronic Funds Transfer.

Payments are deemed received by Lender when received at the location designated in the Note or at such other location as may be designated by Lender in accordance with the notice provisions in Section 15. Lender may return any payment or partial payment if the payment or partial payments are insufficient to bring the Loan current. Lender may accept any payment or partial payment insufficient to bring the Loan current, without waiver of any rights hereunder or prejudice to its rights to refuse such payment or partial payments in the future, but Lender is not obligated to apply such payments at the time such payments are accepted. If each Periodic Payment is applied as of its scheduled due date, then Lender need not pay interest on unapplied funds. Lender may hold such unapplied funds until Borrower makes payment to bring the Loan current. If Borrower does not do so within a reasonable period of time, Lender shall either apply such funds or return them to Borrower. If not applied earlier, such funds will be applied to the outstanding principal balance under the Note immediately prior to foreclosure. No offset or claim which Borrower might have now or in the future against Lender shall relieve Borrower from making payments due under the Note and this Security Instrument or performing the covenants and agreements secured by this Security Instrument.

2. Application of Payments or Proceeds. Except as otherwise described in this Section 2, all payments accepted and applied by Lender shall be applied in the following order of priority: (a) interest due under the Note; (b) principal due under the Note; (c) amounts due under Section 3. Such payments shall be applied to each Periodic Payment in the order in which it became due. Any remaining amounts shall be applied first to late charges, second to any other amounts due under this Security Instrument, and then to reduce the principal balance of the Note.

If Lender receives a payment from Borrower for a delinquent Periodic Payment which includes a sufficient amount to pay any late charge due, the payment may be applied to the delinquent payment and the late charge. If more than one Periodic Payment is outstanding, Lender may apply any payment received from Borrower to the repayment of the Periodic Payments if, and to the extent that, each payment can be paid in full. To the extent that any excess exists after the payment is applied to the full payment of one or more Periodic Payments, such excess may be applied to any late charges due. Voluntary prepayments shall be applied first to any prepayment charges and then as described in the Note.

Any application of payments, insurance proceeds, or Miscellaneous Proceeds to principal due under the Note shall not extend or postpone the due date, or change the amount, of the Periodic Payments.

3. Funds for Escrow Items. Borrower shall pay to Lender on the day Periodic Payments are due under the Note, until the Note is paid in full, a sum (the "Funds") to provide for payment of amounts due for: (a) taxes and assessments and other items which can attain priority over this Security Instrument as a lien or encumbrance on the Property; (b) leasehold payments or ground rents on the Property, if any; (c) premiums for any and all insurance required by Lender under Section 5; and (d) Mortgage Insurance premiums, if any, or any sums payable by Borrower to Lender in lieu of the payment of Mortgage Insurance premiums in accordance with the provisions of Section 10. These items are called "Escrow Items." At origination or at any time during the term of the Loan, Lender may require that Community Association Dues, Fees, and Assessments, if any, be escrowed by Borrower, and such dues, fees and assessments shall be an Escrow Item. Borrower shall promptly furnish to Lender all notices of amounts to be paid under this Section. Borrower shall pay Lender the Funds for Escrow Items unless Lender waives Borrower's obligation to pay the Funds for any or all Escrow Items. Lender may waive Borrower's obligation to pay to Lender Funds for any or all Escrow Items at any time. Any such waiver may only be in writing. In the event of such waiver, Borrower shall pay directly, when and where payable, the amounts due for any Escrow Items for which payment of Funds has been waived by Lender and, if Lender requires, shall furnish to Lender receipts evidencing such payment within such time period as Lender may require. Borrower's obligation to make such payments and to provide receipts shall for all purposes be deemed to be a covenant and agreement contained in this Security Instrument, as the phrase "covenant and agreement" is used in Section 9. If Borrower is obligated to pay Escrow Items directly, pursuant to a waiver, and Borrower fails to pay the amount due for an Escrow Item, Lender may exercise its rights under Section 9 and pay such amount and Borrower shall then be obligated under Section 9 to repay to Lender any such amount. Lender may revoke the waiver as to any or all Escrow Items at any time by a notice given in accordance with Section 15 and, upon such revocation, Borrower shall pay to Lender all Funds, and in such amounts, that are then required under this Section 3.

Lender may, at any time, collect and hold Funds in an amount (a) sufficient to permit Lender to apply the Funds at the time specified under RESPA, and (b) not to exceed the maximum amount a lender can require under RESPA. Lender shall estimate the amount of Funds due on the basis of current data and reasonable estimates of expenditures of future Escrow Items or otherwise in accordance with Applicable Law.

The Funds shall be held in an institution whose deposits are insured by a federal agency, instrumentality, or entity (including Lender, if Lender is an institution whose deposits are so insured) or in any Federal Home Loan Bank. Lender shall apply the Funds to pay the Escrow Items no later than the time specified under RESPA. Lender shall not charge Borrower for holding and applying the Funds, annually analyzing the escrow account, or verifying the Escrow Items, unless Lender pays Borrower interest on the Funds and Applicable Law permits Lender to make such a charge. Unless an agreement is made in

writing or Applicable Law requires interest to be paid on the Funds, Lender shall not be required to pay Borrower any interest or earnings on the Funds. Borrower and Lender can agree in writing, however, that interest shall be paid on the Funds. Lender shall give to Borrower, without charge, an annual accounting of the Funds as required by RESPA.

If there is a surplus of Funds held in escrow, as defined under RESPA, Lender shall account to Borrower for the excess funds in accordance with RESPA. If there is a shortage of Funds held in escrow, as defined under RESPA, Lender shall notify Borrower as required by RESPA, and Borrower shall pay to Lender the amount necessary to make up the shortage in accordance with RESPA, but in no more than 12 monthly payments. If there is a deficiency of Funds held in escrow, as defined under RESPA, Lender shall notify Borrower as required by RESPA, and Borrower shall pay to Lender the amount necessary to make up the deficiency in accordance with RESPA, but in no more than 12 monthly payments.

Upon payment in full of all sums secured by this Security Instrument, Lender shall promptly refund to Borrower any Funds held by Lender.

4. Charges; Liens. Borrower shall pay all taxes, assessments, charges, fines, and impositions attributable to the Property which can attain priority over this Security Instrument, leasehold payments or ground rents on the Property, if any, and Community Association Dues, Fees, and Assessments, if any. To the extent that these items are Escrow Items, Borrower shall pay them in the manner provided in Section 3.

Borrower shall promptly discharge any lien which has priority over this Security Instrument unless Borrower: (a) agrees in writing to the payment of the obligation secured by the lien in a manner acceptable to Lender, but only so long as Borrower is performing such agreement; (b) contests the lien in good faith by, or defends against enforcement of the lien in, legal proceedings which in Lender's opinion operate to prevent the enforcement of the lien while those proceedings are pending, but only until such proceedings are concluded; or (c) secures from the holder of the lien an agreement satisfactory to Lender subordinating the lien to this Security Instrument. If Lender determines that any part of the Property is subject to a lien which can attain priority over this Security Instrument, Lender may give Borrower a notice identifying the lien. Within 10 days of the date on which that notice is given, Borrower shall satisfy the lien or take one or more of the actions set forth above in this Section 4.

Lender may require Borrower to pay a one-time charge for a real estate tax verification and/or reporting service used by Lender in connection with this Loan.

5. Property Insurance. Borrower shall keep the improvements now existing or hereafter erected on the Property insured against loss by fire, hazards included within the term "extended coverage," and any other hazards including, but not limited to, earthquakes and floods, for which Lender requires insurance. This insurance shall be maintained in the amounts (including deductible levels) and for the periods that Lender requires. What Lender requires pursuant to the preceding sentences can change during the term of the Loan. The insurance carrier providing the insurance shall be chosen by Borrower subject to Lender's right to disapprove Borrower's choice, which right shall not be exercised unreasonably. Lender may require Borrower to pay, in connection with this Loan, either: (a) a one-time charge for flood zone determination, certification and tracking services; or (b) a one-time charge for flood zone determination and certification services and subsequent charges each time remappings or similar changes occur which reasonably might affect such determination or certification. Borrower shall also be responsible for the payment of any fees imposed by the Federal Emergency Management Agency in connection with the review of any flood zone determination resulting from an objection by Borrower.

If Borrower fails to maintain any of the coverages described above, Lender may obtain insurance coverage, at Lender's option and Borrower's expense. Lender is under no obligation to purchase any particular type or amount of coverage. Therefore, such coverage shall cover Lender, but might or might not protect Borrower, Borrower's equity in the Property, or the contents of the Property, against any risk, hazard or liability and might provide greater or lesser coverage than was previously in effect. Borrower acknowledges that the cost of the insurance coverage so obtained might significantly exceed the cost of insurance that Borrower could have obtained. Any amounts disbursed by Lender under this Section 5 shall become additional debt of Borrower secured by this Security Instrument. These amounts shall bear interest at the Note rate from the date of disbursement and shall be payable, with such interest, upon notice from Lender to Borrower requesting payment.

All insurance policies required by Lender and renewals of such policies shall be subject to Lender's right to disapprove such policies, shall include a standard mortgage clause, and shall name Lender as mortgagee and/or as an additional loss payee and Borrower further agrees to generally assign rights to insurance proceeds to the holder of the Note up to the amount of the outstanding loan balance. Lender shall have the right to hold the policies and renewal certificates. If Lender requires, Borrower shall promptly give to Lender all receipts of paid premiums and renewal notices. If Borrower obtains any form of insurance coverage, not otherwise required by Lender, for damage to, or destruction of, the Property, such policy shall include a standard mortgage clause and shall name Lender as mortgagee and/or as an additional loss payee and Borrower further agrees to generally assign rights to insurance proceeds to the holder of the Note up to the amount of the outstanding loan balance.

In the event of loss, Borrower shall give prompt notice to the insurance carrier and Lender. Lender may make proof of loss if not made promptly by Borrower. Unless Lender and Borrower otherwise agree in writing, any insurance proceeds, whether or not the underlying insurance was required by Lender, shall be applied to restoration or repair of the Property, if the restoration or repair is economically feasible and Lender's security is not lessened. During such repair and restoration period, Lender shall have the right to hold such insurance proceeds until Lender has had an opportunity to inspect such Property to ensure the work has been completed to Lender's satisfaction, provided that such inspection shall be undertaken promptly. Lender may disburse proceeds for the repairs and restoration in a single payment or in a series of progress payments as the work is completed. Unless an agreement is made in writing or Applicable Law requires interest to be paid on such insurance proceeds, Lender shall not be required to pay Borrower any interest or earnings on such proceeds. Fees for public adjusters, or other third parties, retained by Borrower shall not be paid out of the insurance proceeds and shall be the sole obligation of Borrower. If the restoration or repair is not economically feasible or Lender's security would be lessened, the insurance proceeds shall be applied to the sums secured by this Security Instrument, whether or not then due, with the excess, if any, paid to Borrower. Such insurance proceeds shall be applied in the order provided for in Section 2.

If Borrower abandons the Property, Lender may file, negotiate and settle any available insurance claim and related matters. If Borrower does not respond within 30 days to a notice from Lender that the insurance carrier has offered to settle a claim, then Lender may negotiate and settle the claim. The 30-day period will begin when the notice is given. In either event, or if Lender acquires the Property under Section 22 or otherwise, Borrower hereby assigns to Lender (a) Borrower's rights to any insurance proceeds in an amount not to exceed the amounts unpaid under the Note or this Security Instrument, and (b) any other of Borrower's rights (other than the right to any refund of unearned premiums paid by Borrower) under all insurance policies covering the Property, insofar as such rights are applicable to the coverage of the Property. Lender may use the insurance proceeds either to repair or restore the Property or to pay amounts unpaid under the Note or this Security Instrument, whether or not then due.

6. Occupancy. Borrower shall occupy, establish, and use the Property as Borrower's principal residence within 60 days after the execution of this Security Instrument and shall continue to occupy the Property as Borrower's principal residence for at least one year after the date of occupancy, unless Lender otherwise agrees in writing, which consent shall not be unreasonably withheld, or unless extenuating circumstances exist which are beyond Borrower's control.

7. Preservation, Maintenance and Protection of the Property; Inspections. Borrower shall not destroy, damage or impair the Property, allow the Property to deteriorate or commit waste on the Property. Whether or not Borrower is residing in the Property, Borrower shall maintain the Property in order to prevent the Property from deteriorating or decreasing in value due to its condition. Unless it is determined pursuant to Section 5 that repair or restoration is not economically feasible, Borrower shall promptly repair the Property if damaged to avoid further deterioration or damage. If insurance or condemnation proceeds are paid in connection with damage to, or the taking of, the Property, Borrower shall be responsible for repairing or restoring the Property only if Lender has released proceeds for such purposes. Lender may disburse proceeds for the repairs and restoration in a single payment or in a series of progress payments as the work is completed. If the insurance or condemnation proceeds are not sufficient to repair or restore the Property, Borrower is not relieved of Borrower's obligation for the completion of such repair or restoration.

Lender or its agent may make reasonable entries upon and inspections of the Property. If it has reasonable cause, Lender may inspect the interior of the improvements on the Property. Lender shall give Borrower notice at the time of or prior to such an interior inspection specifying such reasonable cause.

8. Borrower's Loan Application. Borrower shall be in default if, during the Loan application process, Borrower or any persons or entities acting at the direction of Borrower or with Borrower's knowledge or consent gave materially false, misleading, or inaccurate information or statements to Lender (or failed to provide Lender with material information) in connection with the Loan. Material representations include, but are not limited to, representations concerning Borrower's occupancy of the Property as Borrower's principal residence.

9. Protection of Lender's Interest in the Property and Rights Under this Security Instrument. If (a) Borrower fails to perform the covenants and agreements contained in this Security Instrument, (b) there is a legal proceeding that might significantly affect Lender's interest in the Property and/or rights under this Security Instrument (such as a proceeding in bankruptcy, probate, for condemnation or forfeiture, for enforcement of a lien which may attain priority over this Security Instrument or to enforce laws or regulations), or (c) Borrower has abandoned the Property, then Lender may do and pay for whatever is reasonable or appropriate to protect Lender's interest in the Property and rights under this Security Instrument, including protecting and/or assessing the value of the Property, and securing and/or repairing the Property. Lender's actions can include, but are not limited to: (a) paying any sums secured by a lien which has priority over this Security Instrument; (b) appearing in court; and (c) paying reasonable attorneys' fees to protect its interest in the Property and/or rights under this

Security Instrument, including its secured position in a bankruptcy proceeding. Securing the Property includes, but is not limited to, entering the Property to make repairs, change locks, replace or board up doors and windows, drain water from pipes, eliminate building or other code violations or dangerous conditions, and have utilities turned on or off. Although Lender may take action under this Section 9, Lender does not have to do so and is not under any duty or obligation to do so. It is agreed that Lender incurs no liability for not taking any or all actions authorized under this Section 9.

Any amounts disbursed by Lender under this Section 9 shall become additional debt of Borrower secured by this Security Instrument. These amounts shall bear interest at the Note rate from the date of disbursement and shall be payable, with such interest, upon notice from Lender to Borrower requesting payment.

If this Security Instrument is on a leasehold, Borrower shall comply with all the provisions of the lease. If Borrower acquires fee title to the Property, the leasehold and the fee title shall not merge unless Lender agrees to the merger in writing.

10. Mortgage Insurance. If Lender required Mortgage Insurance as a condition of making the Loan, Borrower shall pay the premiums required to maintain the Mortgage Insurance in effect. If, for any reason, the Mortgage Insurance coverage required by Lender ceases to be available from the mortgage insurer that previously provided such insurance and Borrower was required to make separately designated payments toward the premiums for Mortgage Insurance, Borrower shall pay the premiums required to obtain coverage substantially equivalent to the Mortgage Insurance previously in effect, at a cost substantially equivalent to the cost to Borrower of the Mortgage Insurance previously in effect, from an alternate mortgage insurer selected by Lender. If substantially equivalent Mortgage Insurance coverage is not available, Borrower shall continue to pay to Lender the amount of the separately designated payments that were due when the insurance coverage ceased to be in effect. Lender will accept, use and retain these payments as a non-refundable loss reserve in lieu of Mortgage Insurance. Such loss reserve shall be non-refundable, notwithstanding the fact that the Loan is ultimately paid in full, and Lender shall not be required to pay Borrower any interest or earnings on such loss reserve. Lender can no longer require loss reserve payments if Mortgage Insurance coverage (in the amount and for the period that Lender requires) provided by an insurer selected by Lender again becomes available, is obtained, and Lender requires separately designated payments toward the premiums for Mortgage Insurance. If Lender required Mortgage Insurance as a condition of making the Loan and Borrower was required to make separately designated payments toward the premiums for Mortgage Insurance, Borrower shall pay the premiums required to maintain Mortgage Insurance in effect, or to provide a non-refundable loss reserve, until Lender's requirement for Mortgage Insurance ends in accordance with any written agreement between Borrower and Lender providing for such termination or until termination is required by Applicable Law. Nothing in this Section 10 affects Borrower's obligation to pay interest at the rate provided in the Note.

Mortgage Insurance reimburses Lender (or any entity that purchases the Note) for certain losses it may incur if Borrower does not repay the Loan as agreed. Borrower is not a party to the Mortgage Insurance.

Mortgage insurers evaluate their total risk on all such insurance in force from time to time, and may enter into agreements with other parties that share or modify their risk, or reduce losses. These agreements are on terms and conditions that are satisfactory to the mortgage insurer and the other party (or parties) to these agreements. These agreements may require the mortgage insurer to make payments using any source of funds that the mortgage insurer may have available (which may include funds obtained from Mortgage Insurance premiums).

As a result of these agreements, Lender, any purchaser of the Note, another insurer, any reinsurer, any other entity, or any affiliate of any of the foregoing, may receive (directly or indirectly) amounts that derive from (or might be characterized as) a portion of Borrower's payments for Mortgage Insurance, in exchange for sharing or modifying the mortgage insurer's risk, or reducing losses. If such agreement provides that an affiliate of Lender takes a share of the insurer's risk in exchange for a share of the premiums paid to the insurer, the arrangement is often termed "captive reinsurance." Further:

(a) Any such agreements will not affect the amounts that Borrower has agreed to pay for Mortgage Insurance, or any other terms of the Loan. Such agreements will not increase the amount Borrower will owe for Mortgage Insurance, and they will not entitle Borrower to any refund.

(b) Any such agreements will not affect the rights Borrower has—if any—with respect to the Mortgage Insurance under the Homeowners Protection Act of 1998 or any other law. These rights may include the right to receive certain disclosures, to request and obtain cancellation of the Mortgage Insurance, to have the Mortgage Insurance terminated automatically, and/or to receive a refund of any Mortgage Insurance premiums that were unearned at the time of such cancellation or termination.

11. Assignment of Miscellaneous Proceeds; Forfeiture. All Miscellaneous Proceeds are hereby assigned to and shall be paid to Lender.

If the Property is damaged, such Miscellaneous Proceeds shall be applied to restoration or repair of the Property, if the restoration or repair is economically feasible and Lender's security is not lessened. During such repair and restoration period,

Lender shall have the right to hold such Miscellaneous Proceeds until Lender has had an opportunity to inspect such Property to ensure the work has been completed to Lender's satisfaction, provided that such inspection shall be undertaken promptly. Lender may pay for the repairs and restoration in a single disbursement or in a series of progress payments as the work is completed. Unless an agreement is made in writing or Applicable Law requires interest to be paid on such Miscellaneous Proceeds, Lender shall not be required to pay Borrower any interest or earnings on such Miscellaneous Proceeds. If the restoration or repair is not economically feasible or Lender's security would be lessened, the Miscellaneous Proceeds shall be applied to the sums secured by this Security Instrument, whether or not then due, with the excess, if any, paid to Borrower. Such Miscellaneous Proceeds shall be applied in the order provided for in Section 2.

In the event of a total taking, destruction, or loss in value of the Property, the Miscellaneous Proceeds shall be applied to the sums secured by this Security Instrument, whether or not then due, with the excess, if any, paid to Borrower.

In the event of a partial taking, destruction, or loss in value of the Property in which the fair market value of the Property immediately before the partial taking, destruction, or loss in value is equal to or greater than the amount of the sums secured by this Security Instrument immediately before the partial taking, destruction, or loss in value, unless Borrower and Lender otherwise agree in writing, the sums secured by this Security Instrument shall be reduced by the amount of the Miscellaneous Proceeds multiplied by the following fraction: (a) the total amount of the sums secured immediately before the partial taking, destruction, or loss in value divided by (b) the fair market value of the Property immediately before the partial taking, destruction, or loss in value. Any balance shall be paid to Borrower.

In the event of a partial taking, destruction, or loss in value of the Property in which the fair market value of the Property immediately before the partial taking, destruction, or loss in value is less than the amount of the sums secured immediately before the partial taking, destruction, or loss in value, unless Borrower and Lender otherwise agree in writing, the Miscellaneous Proceeds shall be applied to the sums secured by this Security Instrument whether or not the sums are then due.

If the Property is abandoned by Borrower, or if, after notice by Lender to Borrower that the Opposing Party (as defined in the next sentence) offers to make an award to settle a claim for damages, Borrower fails to respond to Lender within 30 days after the date the notice is given, Lender is authorized to collect and apply the Miscellaneous Proceeds either to restoration or repair of the Property or to the sums secured by this Security Instrument, whether or not then due. "Opposing Party" means the third party that owes Borrower Miscellaneous Proceeds or the party against whom Borrower has a right of action in regard to Miscellaneous Proceeds.

Borrower shall be in default if any action or proceeding, whether civil or criminal, is begun that, in Lender's judgment, could result in forfeiture of the Property or other material impairment of Lender's interest in the Property or rights under this Security Instrument. Borrower can cure such a default and, if acceleration has occurred, reinstate as provided in Section 19, by causing the action or proceeding to be dismissed with a ruling that, in Lender's judgment, precludes forfeiture of the Property or other material impairment of Lender's interest in the Property or rights under this Security Instrument. The proceeds of any award or claim for damages that are attributable to the impairment of Lender's interest in the Property are hereby assigned and shall be paid to Lender.

All Miscellaneous Proceeds that are not applied to restoration or repair of the Property shall be applied in the order provided for in Section 2.

12. Borrower Not Released; Forbearance By Lender Not a Waiver. Extension of the time for payment or modification of amortization of the sums secured by this Security Instrument granted by Lender to Borrower or any Successor in Interest of Borrower shall not operate to release the liability of Borrower or any Successors in Interest of Borrower. Lender shall not be required to commence proceedings against any Successor in Interest of Borrower or to refuse to extend time for payment or otherwise modify amortization of the sums secured by this Security Instrument by reason of any demand made by the original Borrower or any Successors in Interest of Borrower. Any forbearance by Lender in exercising any right or remedy including, without limitation, Lender's acceptance of payments from third persons, entities or Successors in Interest of Borrower or in amounts less than the amount then due, shall not be a waiver of or preclude the exercise of any right or remedy.

13. Joint and Several Liability; Co-signers; Successors and Assigns Bound. Borrower covenants and agrees that Borrower's obligations and liability shall be joint and several. However, any Borrower who co-signs this Security Instrument but does not execute the Note (a "co-signer"): (a) is co-signing this Security Instrument only to mortgage, grant and convey the co-signer's interest in the Property under the terms of this Security Instrument; (b) is not personally obligated to pay the sums secured by this Security Instrument; and (c) agrees that Lender and any other Borrower can agree to extend, modify, forbear or make any accommodations with regard to the terms of this Security Instrument or the Note without the co-signer's consent.

Subject to the provisions of Section 18, any Successor in Interest of Borrower who assumes Borrower's obligations under this Security Instrument in writing, and is approved by Lender, shall obtain all of Borrower's rights and benefits under this

Security Instrument. Borrower shall not be released from Borrower's obligations and liability under this Security Instrument unless Lender agrees to such release in writing. The covenants and agreements of this Security Instrument shall bind (except as provided in Section 20) and benefit the successors and assigns of Lender.

14. **Loan Charges.** Lender may charge Borrower fees for services performed in connection with Borrower's default, for the purpose of protecting Lender's interest in the Property and rights under this Security Instrument, including, but not limited to, attorneys' fees, property inspection and valuation fees. In regard to any other fees, the absence of express authority in this Security Instrument to charge a specific fee to Borrower shall not be construed as a prohibition on the charging of such fee. Lender may not charge fees that are expressly prohibited by this Security Instrument or by Applicable Law.

If the Loan is subject to a law which sets maximum loan charges, and that law is finally interpreted so that the interest or other loan charges collected or to be collected in connection with the Loan exceed the permitted limits, then: (a) any such loan charge shall be reduced by the amount necessary to reduce the charge to the permitted limit; and (b) any sums already collected from Borrower which exceeded permitted limits will be refunded to Borrower. Lender may choose to make this refund by reducing the principal owed under the Note or by making a direct payment to Borrower. If a refund reduces principal, the reduction will be treated as a partial prepayment without any prepayment charge (whether or not a prepayment charge is provided for under the Note). Borrower's acceptance of any such refund made by direct payment to Borrower will constitute a waiver of any right of action Borrower might have arising out of such overcharge.

15. **Notices.** All notices given by Borrower or Lender in connection with this Security Instrument must be in writing. Any notice to Borrower in connection with this Security Instrument shall be deemed to have been given to Borrower when mailed by first class mail or when actually delivered to Borrower's notice address if sent by other means. Notice to any one Borrower shall constitute notice to all Borrowers unless Applicable Law expressly requires otherwise. The notice address shall be the Property Address unless Borrower has designated a substitute notice address by notice to Lender. Borrower shall promptly notify Lender of Borrower's change of address. If Lender specifies a procedure for reporting Borrower's change of address, then Borrower shall only report a change of address through that specified procedure. There may be only one designated notice address under this Security Instrument at any one time. Any notice to Lender shall be given by delivering it or by mailing it by first class mail to Lender's address stated herein unless Lender has designated another address by notice to Borrower. Any notice in connection with this Security Instrument shall not be deemed to have been given to Lender until actually received by Lender. If any notice required by this Security Instrument is also required under Applicable Law, the Applicable Law requirement will satisfy the corresponding requirement under this Security Instrument.

16. **Governing Law; Severability; Rules of Construction.** This Security Instrument shall be governed by federal law and the law of the jurisdiction in which the Property is located. All rights and obligations contained in this Security Instrument are subject to any requirements and limitations of Applicable Law. Applicable Law might explicitly or implicitly allow the parties to agree by contract or it might be silent, but such silence shall not be construed as a prohibition against agreement by contract. In the event that any provision or clause of this Security Instrument or the Note conflicts with Applicable Law, such conflict shall not affect other provisions of this Security Instrument or the Note which can be given effect without the conflicting provision.

As used in this Security Instrument: (a) words of the masculine gender shall mean and include corresponding neuter words or words of the feminine gender; (b) words in the singular shall mean and include the plural and vice versa; and (c) the word "may" gives sole discretion without any obligation to take any action.

17. **Borrower's Copy.** Borrower shall be given one copy of the Note and of this Security Instrument.

18. **Transfer of the Property or a Beneficial Interest in Borrower.** As used in this Section 18, "Interest in the Property" means any legal or beneficial interest in the Property, including, but not limited to, those beneficial interests transferred in a bond for deed, contract for deed, installment sales contract or escrow agreement, the intent of which is the transfer of title by Borrower at a future date to a purchaser.

If all or any part of the Property or any Interest in the Property is sold or transferred (or if Borrower is not a natural person and a beneficial interest in Borrower is sold or transferred) without Lender's prior written consent, Lender may require immediate payment in full of all sums secured by this Security Instrument. However, this option shall not be exercised by Lender if such exercise is prohibited by Applicable Law.

If Lender exercises this option, Lender shall give Borrower notice of acceleration. The notice shall provide a period of not less than 30 days from the date the notice is given in accordance with Section 15 within which Borrower must pay all sums secured by this Security Instrument. If Borrower fails to pay these sums prior to the expiration of this period, Lender may invoke any remedies permitted by this Security Instrument without further notice or demand on Borrower.

19. **Borrower's Right to Reinstate After Acceleration.** If Borrower meets certain conditions, Borrower shall have the right to have enforcement of this Security Instrument discontinued at any time prior to the earliest of: (a) five days before sale

of the Property pursuant to any power of sale contained in this Security Instrument; (b) such other period as Applicable Law might specify for the termination of Borrower's right to reinstate; or (c) entry of a judgment enforcing this Security Instrument. Those conditions are that Borrower: (a) pays Lender all sums which then would be due under this Security Instrument and the Note as if no acceleration had occurred; (b) cures any default of any other covenants or agreements; (c) pays all expenses incurred in enforcing this Security Instrument, including, but not limited to, reasonable attorneys' fees, property inspection and valuation fees, and other fees incurred for the purpose of protecting Lender's interest in the Property and rights under this Security Instrument; and (d) takes such action as Lender may reasonably require to assure that Lender's interest in the Property and rights under this Security Instrument, and Borrower's obligation to pay the sums secured by this Security Instrument, shall continue unchanged. Lender may require that Borrower pay such reinstatement sums and expenses in one or more of the following forms, as selected by Lender: (a) cash; (b) money order; (c) certified check, bank check, treasurer's check or cashier's check, provided any such check is drawn upon an institution whose deposits are insured by a federal agency, instrumentality or entity; or (d) Electronic Funds Transfer. Upon reinstatement by Borrower, this Security Instrument and obligations secured hereby shall remain fully effective as if no acceleration had occurred. However, this right to reinstate shall not apply in the case of acceleration under Section 18.

20. Sale of Note; Change of Loan Servicer; Notice of Grievance. The Note or a partial interest in the Note (together with this Security Instrument) can be sold one or more times without prior notice to Borrower. A sale might result in a change in the entity (known as the "Loan Servicer") that collects Periodic Payments due under the Note and this Security Instrument and performs other mortgage loan servicing obligations under the Note, this Security Instrument, and Applicable Law. There also might be one or more changes of the Loan Servicer unrelated to a sale of the Note. If there is a change of the Loan Servicer, Borrower will be given written notice of the change which will state the name and address of the new Loan Servicer, the address to which payments should be made and any other information RESPA requires in connection with a notice of transfer of servicing. If the Note is sold and thereafter the Loan is serviced by a Loan Servicer other than the purchaser of the Note, the mortgage loan servicing obligations to Borrower will remain with the Loan Servicer or be transferred to a successor Loan Servicer and are not assumed by the Note purchaser unless otherwise provided by the Note purchaser.

Neither Borrower nor Lender may commence, join, or be joined to any judicial action (as either an individual litigant or the member of a class) that arises from the other party's actions pursuant to this Security Instrument or that alleges that the other party has breached any provision of, or any duty owed by reason of, this Security Instrument, until such Borrower or Lender has notified the other party (with such notice given in compliance with the requirements of Section 15) of such alleged breach and afforded the other party hereto a reasonable period after the giving of such notice to take corrective action. If Applicable Law provides a time period which must elapse before certain action can be taken, that time period will be deemed to be reasonable for purposes of this paragraph. The notice of acceleration and opportunity to cure given to Borrower pursuant to Section 22 and the notice of acceleration given to Borrower pursuant to Section 18 shall be deemed to satisfy the notice and opportunity to take corrective action provisions of this Section 20.

21. Hazardous Substances. As used in this Section 21: (a) "Hazardous Substances" are those substances defined as toxic or hazardous substances, pollutants, or wastes by Environmental Law and the following substances: gasoline, kerosene, other flammable or toxic petroleum products, toxic pesticides and herbicides, volatile solvents, materials containing asbestos or formaldehyde, and radioactive materials; (b) "Environmental Law" means federal laws and laws of the jurisdiction where the Property is located that relate to health, safety or environmental protection; (c) "Environmental Cleanup" includes any response action, remedial action, or removal action, as defined in Environmental Law; and (d) an "Environmental Condition" means a condition that can cause, contribute to, or otherwise trigger an Environmental Cleanup.

Borrower shall not cause or permit the presence, use, disposal, storage, or release of any Hazardous Substances, or threaten to release any Hazardous Substances, on or in the Property. Borrower shall not do, nor allow anyone else to do, anything affecting the Property (a) that is in violation of any Environmental Law, (b) which creates an Environmental Condition, or (c) which, due to the presence, use, or release of a Hazardous Substance, creates a condition that adversely affects the value of the Property. The preceding two sentences shall not apply to the presence, use, or storage on the Property of small quantities of Hazardous Substances that are generally recognized to be appropriate to normal residential uses and to maintenance of the Property (including, but not limited to, hazardous substances in consumer products).

Borrower shall promptly give Lender written notice of (a) any investigation, claim, demand, lawsuit or other action by any governmental or regulatory agency or private party involving the Property and any Hazardous Substance or Environmental Law of which Borrower has actual knowledge, (b) any Environmental Condition, including but not limited to, any spilling, leaking, discharge, release or threat of release of any Hazardous Substance, and (c) any condition caused by the presence, use or release of a Hazardous Substance which adversely affects the value of the Property. If Borrower learns, or is notified by any governmental or regulatory authority, or any private party, that any removal or other remediation of any Hazardous Substance

affecting the Property is necessary, Borrower shall promptly take all necessary remedial actions in accordance with Environmental Law. Nothing herein shall create any obligation on Lender for an Environmental Cleanup.

NON-UNIFORM COVENANTS. Borrower and Lender further covenant and agree as follows:

22. Acceleration; Remedies. Lender shall give notice to Borrower prior to acceleration following Borrower's breach of any covenant or agreement in this Security Instrument (but not prior to acceleration under Section 18 unless Applicable Law provides otherwise). The notice shall specify: (a) the default; (b) the action required to cure the default; (c) a date, not less than 30 days from the date the notice is given to Borrower, by which the default must be cured; and (d) that failure to cure the default on or before the date specified in the notice may result in acceleration of the sums secured by this Security Instrument and sale of the Property. The notice shall further inform Borrower of the right to reinstate after acceleration and the right to bring a court action to assert the non-existence of a default or any other defense of Borrower to acceleration and sale. If the default is not cured on or before the date specified in the notice, Lender at its option may require immediate payment in full of all sums secured by this Security Instrument without further demand and may invoke the power of sale and any other remedies permitted by Applicable Law. Lender shall be entitled to collect all expenses incurred in pursuing the remedies provided in this Section 22, including, but not limited to, reasonable attorneys' fees and costs of title evidence.

If Lender invokes the power of sale, Lender shall execute or cause Trustee to execute a written notice of the occurrence of an event of default and of Lender's election to cause the Property to be sold. Trustee shall cause this notice to be recorded in each county in which any part of the Property is located. Lender or Trustee shall mail copies of the notice as prescribed by Applicable Law to Borrower and to the other persons prescribed by Applicable Law. Trustee shall give public notice of sale to the persons and in the manner prescribed by Applicable Law. After the time required by Applicable Law, Trustee, without demand on Borrower, shall sell the Property at public auction to the highest bidder at the time and place and under the terms designated in the notice of sale in one or more parcels and in any order Trustee determines. Trustee may postpone sale of all or any parcel of the Property by public announcement at the time and place of any previously scheduled sale. Lender or its designee may purchase the Property at any sale.

Trustee shall deliver to the purchaser Trustee's deed conveying the Property without any covenant or warranty, expressed or implied. The recitals in the Trustee's deed shall be prima facie evidence of the truth of the statements made therein. Trustee shall apply the proceeds of the sale in the following order: (a) to all expenses of the sale, including, but not limited to, reasonable Trustee's and attorneys' fees; (b) to all sums secured by this Security Instrument; and (c) any excess to the person or persons legally entitled to it.

23. Reconveyance. Upon payment of all sums secured by this Security Instrument, Lender shall request Trustee to reconvey the Property and shall surrender this Security Instrument and all notes evidencing debt secured by this Security Instrument to Trustee. Trustee shall reconvey the Property without warranty to the person or persons legally entitled to it. Lender may charge such person or persons a reasonable fee for reconveying the Property, but only if the fee is paid to a third party (such as the Trustee) for services rendered and the charging of the fee is permitted under Applicable Law. If the fee charged does not exceed the fee set by Applicable Law, the fee is conclusively presumed to be reasonable.

24. Substitute Trustee. Lender, at its option, may from time to time appoint a successor trustee to any Trustee appointed hereunder by an instrument executed and acknowledged by Lender and recorded in the office of the Recorder of the county in which the Property is located. The instrument shall contain the name of the original Lender, Trustee and Borrower, the book and page where this Security Instrument is recorded and the name and address of the successor trustee. Without conveyance of the Property, the successor trustee shall succeed to all the title, powers and duties conferred upon the Trustee herein and by Applicable Law. This procedure for substitution of trustee shall govern to the exclusion of all other provisions for substitution.

25. Statement of Obligation Fee. Lender may collect a fee not to exceed the maximum amount permitted by Applicable Law for furnishing the statement of obligation as provided by Section 2943 of the Civil Code of California.

BY SIGNING BELOW, Borrower accepts and agrees to the terms and covenants contained in pages 1 through 12 of this Security Instrument and in any Rider executed by Borrower and recorded with it.

Melissa R. Willemse
Melissa R. Willemse

(Seal)
-Borrower

(Seal)
-Borrower

(Seal)
-Borrower

(Seal)
-Borrower

(Seal)
-Borrower

(Seal)
-Borrower

Witness:

Witness:

State of California)
County of San Bernardino)

On Jan. 16, 2007 before me, Sharen Woodgrift, Notary Public
personally appeared

Melissa R. Willemse

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(ies), and that by his/her/their signature(s) 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.

Signature: *Sharen Woodgrift*



ILLEGIBLE NOTARY SEAL DECLARATION

GOVERNMENT CODE 27361.7

I certify under penalty of perjury that the notary seal on the document to which this statement is attached reads as follows:

Name of Notary Sharen Woodgrift

Date Commission Expires March 23, 2008 / Commission # 1478512

County Where Bond is Filed San Bernardino

Place of Execution of this Declaration San Bernardino, CA 92408

Date January 17, 2007


Commonwealth Land Title Company

EXHIBIT "A"

All that certain real property situated in the County of San Bernardino, State of California, described as follows:

Lot 91 of Tract No. 7568, in the County of San Bernardino, State of California, as per map recorded in Book 109, pages 54 through 59 inclusive of Maps, in the Office of the County Recorder of said County.

INITIAL INTERESTSM NOTE

January 16, 2007
[Date]

Running Springs
[City]
2635 Thule Lane
Running Springs, CA 92382

California
[State]

[Property Address]

1. BORROWER'S PROMISE TO PAY

In return for a loan that I have received, I promise to pay U.S. \$224,000.00 (this amount is called "Principal"), plus interest, to the order of the Lender. The Lender is Taylor, Bean & Whitaker Mortgage Corp.

I will make all payments under this Note in the form of cash, check or money order.

I understand that the Lender may transfer this Note. The Lender or anyone who takes this Note by transfer and who is entitled to receive payments under this Note is called the "Note Holder."

2. INTEREST

Interest will be charged on unpaid principal until the full amount of Principal has been paid. I will pay interest at a yearly rate of 6.7500%.

The interest rate required by this Section 2 is the rate I will pay both before and after any default described in Section 6(B) of this Note.

3. PAYMENTS

(A) Time and Place of Payments

I will make a payment every month on the first day of the month beginning on March 01, 2007. Before the first fully amortizing principal and interest payment due date, my monthly payments will be only for the interest due on the unpaid principal of this Note. The due date of my first payment including fully amortizing principal and interest is the first day of March 01, 2017. I will make payments every month until I have paid all of the principal and interest and any other charges described below that I may owe under this Note. Each monthly payment will be applied as of its scheduled due date and if the payment includes both principal and interest, it will be applied to interest before Principal. If, on February 01, 2037, I still owe amounts under this Note, I will pay those amounts in full on that date, which is called the "Maturity Date."

I will make my monthly payments at Taylor, Bean & Whitaker Mortgage Corp., 1417 North Magnolia Ave, Ocala, FL 34475

or at a different place if required by the Note Holder.

(B) Amount of Monthly Payments

My monthly payment will be in the amount of U.S. \$1,260.00 until the due date of the first fully amortizing principal and interest payment. Beginning with the first fully amortizing principal and interest payment, my payment will be in the amount of U.S. \$1,703.22

The Note Holder will notify me prior to the date of any change in the amount of my monthly payment in accordance with Section 7 of this Note. The Note Holder will provide the title and telephone number of a person who will answer any questions I may have regarding the notice.

4. BORROWER'S RIGHT TO PREPAY

I have the right to make payments of Principal at any time before they are due. A payment of Principal only is known as a "Prepayment." When I make a Prepayment, I will tell the Note Holder in writing that I am doing so. I may not designate a payment as a Prepayment if I have not made all the monthly payments due under this Note.

I may make a full Prepayment or partial Prepayments without paying a Prepayment charge. The Note Holder will use my Prepayments to reduce the amount of Principal that I owe under this Note. However, the Note Holder may apply my Prepayment to the accrued and unpaid interest on the Prepayment amount, before applying my Prepayment to reduce the Principal amount of the Note. If I make a partial Prepayment, there will be no changes in the due date of my monthly payment unless the Note Holder agrees in writing to the changes. If I make a partial Prepayment during the period ending with the due date of my last interest only monthly payment, the partial Prepayment will reduce the amount of my monthly payment. If I make a partial Prepayment after the due date of my last interest only payment, the amount of my monthly payment will not change unless the Note Holder agrees in writing to that change.

5. LOAN CHARGES

If a law, which applies to this loan and which sets maximum loan charges, is finally interpreted so that the interest or other loan charges collected or to be collected in connection with this loan exceed the permitted limits, then: (a) any such loan charge shall be reduced by the amount necessary to reduce the charge to the permitted limit; and (b) any sums already collected from me which exceeded permitted limits will be refunded to me. The Note Holder may choose to make this refund by reducing the Principal I owe under this Note or by making a direct payment to me. If a refund reduces Principal, the reduction will be treated as a partial Prepayment.

6. BORROWER'S FAILURE TO PAY AS REQUIRED

(A) Late Charge for Overdue Payments

If the Note Holder has not received the full amount of any monthly payment by the end of **Fifteen** calendar days after the date it is due, I will pay a late charge to the Note Holder. The amount of the charge will be **5.0000%** of the overdue payment of interest during the period when my payment is interest only, and of principal and interest after that. I will pay this late charge promptly but only once on each late payment.

(B) Default

If I do not pay the full amount of each monthly payment on the date it is due, I will be in default.

(C) Notice of Default

If I am in default, the Note Holder may send me a written notice telling me that if I do not pay the overdue amount by a certain date, the Note Holder may require me to pay immediately the full amount of Principal which has not been paid and all the interest that I owe on that amount. That date must be at least 30 days after the date on which the notice is mailed to me or delivered by other means.

(D) No Waiver By Note Holder

Even if, at a time when I am in default, the Note Holder does not require me to pay immediately in full as described above, the Note Holder will still have the right to do so if I am in default at a later time.

(E) Payment of Note Holder's Costs and Expenses

If the Note Holder has required me to pay immediately in full as described above, the Note Holder will have the right to be paid back by me for all of its costs and expenses in enforcing this Note to the extent not prohibited by applicable law. Those expenses include, for example, reasonable attorneys' fees.

7. GIVING OF NOTICES

Unless applicable law requires a different method, any notice that must be given to me under this Note will be given by delivering it or by mailing it by first class mail to me at the Property Address above or at a different address if I give the Note Holder a notice of my different address.

Any notice that must be given to the Note Holder under this Note will be given by delivering it or by mailing it by first class mail to the Note Holder at the address stated in Section 3(A) above or at a different address if I am given a notice of that different address.

8. OBLIGATIONS OF PERSONS UNDER THIS NOTE

If more than one person signs this Note, each person is fully and personally obligated to keep all of the promises made in this Note, including the promise to pay the full amount owed. Any person who is a guarantor, surety or endorser of this Note is also obligated to do these things. Any person who takes over these obligations, including the obligations of a guarantor, surety or endorser of this Note, is also obligated to keep all of the promises made in this Note. The Note Holder may enforce its rights under this Note against each person individually or against all of us together. This means that any one of us may be required to pay all of the amounts owed under this Note.

9. WAIVERS

I and any other person who has obligations under this Note waive the rights of Presentment and Notice of Dishonor. "Presentment" means the right to require the Note Holder to demand payment of amounts due. "Notice of Dishonor" means the right to require the Note Holder to give notice to other persons that amounts due have not been paid.

10. UNIFORM SECURED NOTE

This Note is a uniform instrument with limited variations in some jurisdictions. In addition to the protections given to the Note Holder under this Note, a Mortgage, Deed of Trust, or Security Deed (the "Security Instrument"), dated the same date as this Note, protects the Note Holder from possible losses which might result if I do not keep the promises which I make in this Note. That Security Instrument describes how and under what conditions I may be required to make immediate payment in full of all amounts I owe under this Note. Some of those conditions are described as follows:

Transfer of the Property or a Beneficial Interest in Borrower. As used in this Section 18, "Interest in the Property" means any legal or beneficial interest in the Property, including, but not limited to, those beneficial interests transferred in a bond for deed, contract for deed, installment sales contract or escrow agreement, the intent of which is the transfer of title by Borrower at a future date to a purchaser.

If all or any part of the Property or any Interest in the Property is sold or transferred (or if Borrower is not a natural person and a beneficial interest in Borrower is sold or transferred) without Lender's prior written consent, Lender may require immediate payment in full of all sums secured by this Security Instrument. However, this option shall not be exercised by Lender if such exercise is prohibited by Applicable Law.

If Lender exercises this option, Lender shall give Borrower notice of acceleration. The notice shall provide a period of not less than 30 days from the date the notice is given in accordance with Section 15 within which Borrower must pay all sums secured by this Security Instrument. If Borrower fails to pay these sums prior to the expiration of this period, Lender may invoke any remedies permitted by this Security Instrument without further notice or demand on Borrower.

Borrower has executed and acknowledges receipt of pages 1 through 4 of this Note.

WITNESS THE HAND(S) AND SEAL(S) OF THE UNDERSIGNED.

Melissa R. Williams (Seal) _____ (Seal)
Melissa R. Williams -Borrower -Borrower

_____ (Seal) _____ (Seal)
-Borrower -Borrower

_____ (Seal) _____ (Seal)
-Borrower -Borrower

[Sign Original Only]

Without recourse, pay to the order of

**By: Taylor, Bean & Whitaker
Mortgage Corp.**

Erla Carter-Shaw
Erla Carter-Shaw, E.V.P.

ServiceLink

RECORDING REQUESTED BY

AND WHEN RECORDED MAIL TO

AMERICAN HOME MORTGAGE
SERVICING, INC.
4875 Belfort Road, Suite 130
Jacksonville, FL 32256

CERTIFIED TO BE A TRUE AND EXACT COPY
OF THE ORIGINAL DOCUMENT RECORDED:

01-13-2011

AS INSTRUMENT NUMBER:

2011-0016616

AS BOOK:

AS PAGE:

BY SERVICELINK

Space above this line for recorder's use only

Trustee Sale No. 10-07106-3 CA Loan No. [REDACTED] Title Order No. 608592

ASSIGNMENT OF DEED OF TRUST

FOR VALUE RECEIVED, the undersigned hereby grants, assigns and transfers to The Bank of New York Mellon Corporation, as Trustee for TBW Mortgage-Backed Trust 2007-1, Mortgage Pass-Through Certificates, Series 2007-1 all beneficial interest under that certain Deed of Trust dated as of January 16, 2007 executed by MELISSA R WILLEMSE, AS A SINGLE WOMAN, as Trustor, to COMMONWEALTH LAND TITLE CO, as Trustee; and Recorded on January 16, 2007 with recorder's reference 2007-0035197 of official records in the Office of the Recorder of San Bernardino County, California.

TOGETHER with the note or notes therein described and secured thereby, the money due and to become due thereon, with interest, and all rights accrued or to accrue under said Deed of Trust including the right to have reconveyed, in whole or in part, the real property described therein.

DATE: 12-3-10

MORTGAGE ELECTRONIC REGISTRATION SYSTEMS, INC.

Elizabeth Boulton Elizabeth Boulton
By: Vice President

STATE OF: Florida

COUNTY OF: Duval

On 12/3/10 before me, Rosemarie Boren, Notary Public, personally appeared Elizabeth Boulton who 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(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of Florida that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Rosemarie Boren
Notary Signature



Label Matrix for local noticing
113A-3
Case 3:09-bk-07047-JAF
Middle District of Florida
Jacksonville
Tue Mar 1 09:47:18 EST 2011

315 NE 14th Street, LLC
315 NE 14th Street
Ocala, FL 34470-4112

443 Building Corp.
C/O Veith Financial
434 W. 2nd St.
Elmhurst, IL 60126-2501

5041 Associates
P. O. Box 31063
Raleigh, NC 27622-1063

AAA Appraisal Service
P O Box 5392
Lakeland, FL 33807-5392

ABBOTT,ASHLEY C
1744 NE 15TH ST
OCALA, FL 34470-4664

ABERNATHY,DOREEN M
1416 LIME STREET
CLEARWATER, FL 33756-3511

ACE American Insurance Company
c/o A. Richard Feldman, E. McCord
Clayton, Larry Spector
1515 Market Street, Ste 700
Philadelphia, PA 19102-1907

ADAGO,BARBARA J
211 NE 50TH COURT
OCALA, FL 34470-9502

ADAMS,CYNTHIA L
961 IRENE AVE
LARGO, FL 33771-1209

116 Morlake Drive Partners, LLC
316 E. Broad St
Statesville, NC 28677-5327

3201 Partnership
315 NE 14th Street
Ocala, FL 34470-4112

443 Building Corporation
c/o Robert D. Wilcox, Esq.
Wilcox Law Firm
4190 Belfort Road
Suite 315
Jacksonville, FL 32216-1460

A-2-Z Pest Control
P.O. Box 1021
Ocala, FL 34478-1021

AAA Appraisals LLC
353 E. Upland Ave.
Galloway, NJ 08205-9769

ABC Appraisal Service
c/o Ms. Tina Meyer
Post Office Box 2705
Woodward, OK 73802-2705

ABERNATHY,HEATHER
2205 DUNCAN SHORE DRIVE
BUFORD, GA 30519-6221

ACOSTA,CONSTANCE A
9222 ROYAL HIGHLANDS CT
CHARLOTTE, NC 28277-1782

ADAIR,ALLISON
1160 A SANTA ANNA DR
NORCROSS, GA 30093-5197

ADAMS,DAWN M
4900 SW 46TH COURT #904
OCALA, FL 34474-6263

24/7 Call Capture
21700 Oxnard St Ste 1730
Woodland Hills, CA 91367-7591

3413 56th St NW LLC
c/o Narrows Pacific Enterprises
7700 Pioneer Way 101
Gig Harbor, WA 98335-1164

443 Building Corporation
c/o Robert D. Wilcox
Wilcox Law Firm
4190 Belfort Road, Suite 315
Jacksonville, FL 32216-1460

AA Computer Services, Inc.
1610 SE Pinewood Drive
Lawton, OK 73501-8715

AAA Pop-A-Lock Inc.
9600 W. Pimpernel Ln.
Crystal River, FL 34429-5321

ABC Septic Tank Svc. of Ocala
368 Cypress Rd
Ocala, FL 34472-3102

ABRAMS,ANDREA J
8183 SW 80TH TERRACE
OCALA, FL 34476-5722

ACTON,ERIN M
405 S VILLA SAN MARCO DRIVE
206
ST. AUGUSTINE, FL 32086-5199

ADAMS,CHARLES T
1505 NE MAIN ST
LIVE OAK, FL 32064-2820

ADAMS,LAWANNA K
132 N.W. 9TH AVENUE
OCALA, FL 34475-6433

ADAMS,LESLIE R
3996 VERBENA DRIVE
KENNESAW, GA 30144-6101

ADAMS,NANCY
P O BOX 2212
TYBEE ISLAND, GA 31328-2212

ADCOCK,VICKI L
3430 SW 147TH LANE ROAD
OCALA, FL 34473-2471

ADERHOLT,KATHY E
3305 NE 17TH TERRACE
OCALA, FL 34479-2881

ADK & RKR LLC
11075 S. State Street,
Sandy, UT 84070-5164

ADKINS,ANGELA M
608 PARK AVE
EATON, OH 45320-1640

ADLER,ALAN H
11701 COUNTRY RUN ROAD
TAMPA, FL 33624-6334

ADP Screening & Selection Svcs
36307 Treasury Center
Chicago, IL 60694-6300

ADP, Inc.
PO BOX 7247-0372
Philadelphia, PA 19170-0372

ADT Security Services
One Town Center Road
Boca Raton, FL 33486-1002

AGARD-JUBA, NICKISHA
116 OAK LANE UNIT # 9
BROCKTON, MA 02301-0951

AHERN,RIVA
28 WORCESTER ROAD
SHARON, MA 02067-2639

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337 E MELFORD AVE
DAYTON, OH 45405-2314

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OCALA, FL 34482-2854

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1206 NASSAU DRIVE
MIAMISBURG, OH 45342-3244

AK Contracting
8592 B. Timberlane Drive
Douglasville, GA 30134-1085

AK Contracting General Contractors
Property Management
c/o Yekaterina Mesic
4035 Atlantic Blvd
Jacksonville, FL 32207-2036

AK Contracting General Contractors Property
C/O Joseph & Marees, P.A.
4035 Atlantic Boulevard
Jacksonville, FL 32207-2036

AKBAR,FAROOQ
8424 S.W. 66TH LANE
GAINESVILLE, FL 32608-5661

AKJ Enterprises, LLC
1831 N. Belcher Road, Suite G-3
Clearwater, FL 33765-1453

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1421 SW 27TH AVENUE APT.1906
OCALA, FL 34471-2069

ALBANESE,HELENE M
6839 HONEYSUCKLE TRAIL
LAKEWOOD RANCH, FL 34202-2924

ALBRECHT,NICOLE C
594 B BAHIA CIRCLE
OCALA, FL 34472-2268

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1555 THOMAS ROAD
DECATUR, GA 30032-3429

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9 Dogwood Circle Court
Ocala, FL 34472-8000

ALEXANDER,INGRID
311 MARION OAKS GOLF WAY
OCALA, FL 34473-3560

ALEXANDER,JENNIFER
711 STALEY COURT
RALEIGH, NC 27609-6361

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c/o Carter & Assocs.
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Birmingham, AL 35209-1370

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908
KENNESSAW, GA 30152-6733

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Ocala, FL 34470-4938

ALLISON,JESSICA L
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ALMEIDA,FRANKLIN S
2564 SW 153RD LANE
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ALZAMIR, VERONICA
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HOUSTON, TX 77095-5139

AMES,TRACY A
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AMESBURY,KATELYN E
160 N MESQUITE PT
LECANTO, FL 34461-8582

ANDERSON,CAROLYN J
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DUNNELLON, FL 34431-6511

ANDERSON,CRISTIN B
716 SE 28TH AVE
OCALA, FL 34471-2745

ANDERSON,ERIC E
1624 LONGBOW LANE
WEST CARROLLTON, OH 45449-2345

ANDERSON,JACQUELINE L
1448 LIVINGSTON DRIVE
MARIETTA, GA 30064-5226

ANDERSON,JENNIFER K
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OLATHE, KS 66062-3371

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ANDERSON,SHELLY A
14637 S SAGE CREST DRIVE
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ATLANTA, GA 30311-5210

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#2
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ANTHIS,DENISE D
24031 FARM HILL ROAD
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ANTIVO,MARICAR R
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ANTUNA, LISETTE
491 WATER ROAD
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ANZALONE, JAMES
11101 SW 73RD CT
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APL Appraisal Co
4360 N Division Ave NE
Comstock Park, MI 49321-9546

APONTE,FRANCES
7 PINE PASS TERRACE
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10 REDWOOD RUN LOOP
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923 SE BAY BLVD
50
NEWPORT, OR 97365-4108

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ARMAND, MARIA
191 ROBERTS ROAD
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ARMSTRONG,FRANK A
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SPRING HILL, FL 34609-5628

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ARRANTS, ELIZABETH
127 HAMPSHIRE ROAD
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PO Box 6463
Carol Stream, IL 60197-6463

AT&T Universal Biller
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Newark, NJ 07101-5648

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TAVERNIER, FL 33070-2201

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ANAHEIM, CA 92802-2016

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DACULA, GA 30019-0025

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64 DOGWOOD LOOP
OCALA, FL 34472-2865

AUSTIN,KENDON D
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APT B
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AZZARELLO,MICHAEL P
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Aaron and Annie Ransom
C/o Darwyn P. Fair and Associates
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Detroit, MI 48226-3604

Abakuks & Associates
3669 E Meadowview Drive
Gilbert, AZ 85298-4861

Absolute Appraisals Inc
1626 37th Avenue Place
Greeley, CO 80634-3442

Acacia Homeowners Association
21448 N. 75th Ave., #6
Glendale, AZ 85308-5978

Access Title, LLC
117 Metro Center Blvd., Ste 2001
Warwick, RI 02886-1774

Accumortgage/ Walsh & Assoc.
Lin Walsh
PO Box 2905
Tybee Island, GA 31328-2905

Accumortgage/Walsh & Assocs
PO Box 2905
Tybee Island, GA 31328-2905

Accurate Pest Management
P.O. Box 238
Inverness, FL 34451-0238

Accurate Real Estate Appraiser
3830 Princeton Oaks, NW
Kennesaw, GA 30144-6046

Acoustical Innovations
7610 Commerce Street
Corcoran, MN 55340-9461

Adam W Smith
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Ocala, FL 34472-8775

Adrienne Harper
C/O Patrick Andreotti
303 East 'D' Street
Suite 1, Yakima Legal Center
Yakima, WA 98901-2300

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c/o Wilcox Law Firm
4190 Belfort Road
Suite 315
Jacksonville, FL 32216-1460

Advanced Appraisal Services
221 Cotton Bayou Ln.
Kenner, LA 70065-6620

Advanced Education Systems
11350 McCormick Road, Bldg 3, Ste 1001
Hunt Valley, MD 21031-1002

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c/o Robert D. Wilcox, Esq.
4190 Belfort Road, Suite 315
Jacksonville, FL 32216-1460

Advantage Laser Products
1840 Marietta Blvd
Atlanta, GA 30318-2803

Advantage Property Ventures, LP
c/o Bradley Gregory, Esq.
4805 Montgomery Rd., #320
Cincinnati, OH 45212-2280

Aerotek Professional Services
3689 Collection Ctr. Dr.
Chicago, IL 60693-0036

Ahmed Napier
422 Brittish Woods Dr
Nashville, TN 37217-3366

Gregg S Ahrens
Kahane & Associates, PA
8201 Peters Road, Suite 3000
Plantation, FL 33324-3292

Ahwatukee Board of Management
4700 E Warner Rd.
Phoenix, AZ 85044-3304

Aisling Appraisals, LLC
PO Box 1162
Longmont, CO 80502-1162

Alabama Attorney General
500 Dexter Avenue
Montgomery, AL 36130-0001

Alabama Interactive
C/O Wachovia Bank
P. O. Box 934357
Atlanta, GA 31193-4357

Alabama Secretary of State
P.O. Box 5616
Montgomery, AL 36103-5616

Alabama State Department of Revenue
50 N. Ripley
Montgomery, AL 36132-0001

Alafaya Woods Homeowners Association, Inc.
c/o Taylor & Carls, P.A.
150 N. Westmonte Drive
Altamonte Springs, FL 32714-3342

Alafaya Woods Homeowners Association, Inc.
c/o Taylor & Carls, PA
150 N. Westmonte Drive
Altamonte Springs, FL 32714-3342

Alan F May Appraisal Service
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Ocala, FL 34479-2949

Alan Schweizer
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Wilmington, DE 19899-2323

Alarion Bank Centre
c/o Heritage Management Corp.
P. O. Box 2495
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Alexander B Swieczkowski
24137 Rockford St.
Dearborn, MI 48124-1327

Ali M. Jarookash
c/o United Law Group
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Irvine, CA 92612-1503

Alice and Wayne Derflinger & Mary Mason
c/o Aaron Amore, Esq.
211 Washington St.
Charles Town, WV 25414-1531

Alicia and Raul Garcia
C/O Donald T. Emmi
4465 Kipling Street
Wheat Ridge, CO 80033-2810

All About Appraisals
24051 Cruise Circle Drive
Canyon Lake, CA 92587-7763

All Teriors Floor Covering, Inc
C/o Edward Britt
2525 E. Camelback Rd. Suite 900
Phoenix, AZ 85016-4281

Alla Shishkevich
2700 Cahuenga Blvd. East, Ste 3308
Los Angeles, CA 90068-2149

Allen, Paul
2410 Oakmont Court
Oakton, VA 22124-1000

Allene Whaley
C/o Margaret Dyal
Po Box 57
Lavonia, GA 30553-0057

Allied Waste Services #800
P.O. Box 9001392
Louisville, KY 40290-1392

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Ft. Lauderdale, FL 33301-4211

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P.O. Box 231179
Portland, OR 97281-1179

Alpha One Real Estate Inc
650 South Federal Highway
Hollywood, FL 33020-5422

Alpine Appraisals LLC
1321 Burlington St., #500
North Kansas City, MO 64116-4038

Altman's Family Pest Control
P.O. Box 214
Lecanto, FL 34460-0214

Alverson, Taylor, Mortensen &
7401 West Charleston Blvd
Las Vegas, NV 89117-1401

Amanda Blackwell
505 Haw Creek Mews Dr.
Asheville, NC 28805-1963

Amber Favorite
1236 Dalnally Dr
Murfreesboro, TN 37128-7558

Ambius Inc
485 W Half Day Road Suite 450
Buffalo Grove, IL 60089

Amera Mortgage Corporation
c/o Joseph A. King
200 N. Washington Square, Ste. 320
Lansing, Michigan 48933-1313

American Chartered Bank
1199 E. Higgins Road
Schaumburg, IL 60173-4711

American Exp-Platinum
P.O. Box 36001
Ft Lauderdale, FL 03333-6001

American Express
c/o Martin Tabinowitz, VP
200 Vesey Street
New York, NY 10285-0002

American Express Centurion
P.O. Box 360001
Fort Lauderdale, FL 33336-0001

American Family Mutual Insurance Co.
c/o Terry M. Plant
136 E. South Temple, #1700
Salt Lake City, UT 84111-1131

American Fire & Safety Supply
953 N.E. Osceola Avenue
Ocala, FL 34470-5209

American Home Appraisers NJ
233 North Avenue
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The preferred mailing address (p) above has been substituted for the following entity/entities as so specified by said entity/entities in a Notice of Address filed pursuant to 11 U.S.C. 342(f) and Fed.R.Bank.P. 2002 (g)(4).

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Cincinnati, OH 45263

Department of Revenue Services
Taxpayer Services Division
25 Sigourney Street Ste 2
Hartford, CT 06106-5032

Guaranty Bank
4000 West Brown Deer Road
Attn: Kelly Rodellii
Brown Deer, WI 53209

Internal Revenue Service
PO Box 21126
Philadelphia, PA 19114

M & T Mortgage Corp
1 Fountain Plaza, 7th Floor
Buffalo, NY 14203

Salisbury Mall Ltd. Partnership
1776 Gramma Ave.
Henderson, NC 27536

State of New Jersey
New Jersey Division of Taxation
Information and Publications Branch
PO Box 281
Trenton, NJ 08695-0281

Texas Comptroller of Public Accounts
Post Office Box 13528
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Austin, TX 78711-3528

Virginia Department of Taxation
Office of Customer Services
Post Office Box 1115
Richmond, VI 23218-1115

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as required by the USPS Locatable Address Conversion System (LACS).

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(u)Paul Allen

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(u)BMC Group

(u)Bank of America National Association

(u)Bank of America, National Association as S

(u)Bank of America, National Association, as

(du)Bank of America, National Association, as

(d)Bank of the Ozarks as Successor*
c/o Patti W. Halloran, Esq.
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(u)Bradford Village Condominium Trust

(u)Branch Banking & Trust Company

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(d)Robert A. Soriano Greenberg Traurig, P.A. 625 East Twiggs Street Suite 100 Tampa, FL 33602-3925	(d)Sovereign Bank c/o Greenberg Traurig, P.A. Attn: Robert Soriano 625 E. Twiggs Street Suite 100 Tampa, FL 33602-3925	(d)Tammy Gordon 2416 Calle Loma Bonita Sante Fe, NM 87507-5384
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(d)The Enclave at Windsor Hills Homeowners As c/o Taylor & Carls, PA 150 N. Westmonte Drive Altamonte Springs, FL 32714-3342	(d)The Platt Group, PLLC 13978 Portrush Ct. Herriman, UT 84096-6793	(d)Tradeweb LLC Harborside Financial Center 2200 Plaza Five Jersey City, NJ 07311-4006
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(d)Upstreet Developments, LLC
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Bypassed recipients 108

Total 4630