IndyMac#:10000775 1997-1

CORPORATE ASSIGNMENT OF DEED OF TRUST

FOR GOOD AND VALUABLE CONSIDERATION, the sufficiency of which is hereby acknowledged, the undersigned, IndyMac, Inc., a Delaware Corporation, whose address is 15050 Avenue of Science, Suite 101, San Diego, CA 92128, (assignor), by these presents does convey, grant, sell, assign, transfer and set over the described deed of trust together with the certain note(s) described therein with all interest, all liens, and any rights due or to become due thereon to The Bank of New York, Trustee under the Pooling and Servicing Agreement, Series 1997-1, its successors or assigns, (assignee). Said deed of trust dated 10/29/96 , made by CHARLES L STEWART JR and recorded as Instr# 106335 or Book 122 Page 205 in the Recorder's office of LINCOLN , Nevada.

Dated: 12/2/97

IndyMac, Inc., f/k/a Independent National Mortgage Corporation

BY:

ALAN L. ATLAS VICE PRESIDENT

STATE OF CALIFORNIA

COUNTY OF SAN DIEGO I hereby certify that I know or have satisfactory evidence that ALAN L. ATLAS is the person who appeared before me, and said person acknowledged that he signed this instrument, on oath stated that he is authorized to execute the instrument and acknowledged

it as the VICE PRESIDENT of IndyMac, Inc., f/k/a Independent National Mortgage Corporation to be the free and voluntary act of such party for the uses and purposes mentioned in this instrument.

this /27/ day of December, 1997

Leanna. DEANNA M. HUG

Notary Public for said State and County document prepared by:

M.Hoy/NTC, 420 N. Brand Bl.4th Fl. Glendale, CA 91203 (800)346-9152 when recorded return to:

Nationwide Title Clearing 420 N. Brand Blvd. 4th Fī

Glendale, CA 91203

INDY GM 2GM NO.**110356**

LED AND RECORDCU AT REQUEST GI Nationwide Title Clearing

DEANKA ML HUG

COMMI. # 1032219 NOTARY PUBLIC - CALFORNI San Diego County

Jan. 14. 1998

1 MINUTES PAST 1 O'CLOCK P. M. IN DOCK 132 G. OFFICIAL

ECONDS FAGE 278