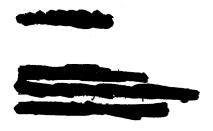
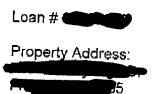


Workout Department, SV-65 450 American Street Simi Valley, CA 93065







This letter will serve as Countrywide's demand for payment and advises you that Countrywide Home Loans and its Investors and/or Insurers have agreed to accept a short payoff involving the above-referenced property (the Short Sale transaction) and the referenced loan account numbers. This demand should be used by the closing agent as our formal demand statement. No additional statement will be issued. This approval is exclusive to the offer by the buyer referenced in this letter. The conditions of the approval are as follows:

- Closing must take place no later than contains or this approval is void.
 The approved buyer(s) is/are and the sales price for the sales pric and the sales price for the property is \$267,000.00. Another buyer cannot be substituted without Countrywide's prior written approval in connection with this short sale.
- 3. Closing costs including realtor commission not to exceed \$29,120.00.
- 4. Proceeds to Countrywide to be no less than \$237,880.00.
- 5. The property is being sold in "AS IS" condition. No repairs will be paid for out of the proceeds, unless specifically stated otherwise.
- 6. Seller to contribute \$0.00, to assist in the closing of this transaction. This contribution will

PROMISSORY NOTE:

\$0.00

If a promissory note is required, it must be signed and returned to Countrywide prior to the close of escrow. It is the responsibility of the closing agent to ensure that the promissory note is signed and returned to Countrywide.

If a promissory note has already been signed and agreed to between the seller, investor and the Mortgage Insurance Company, a signed, certified copy must be provided to Countrywide prior to the close of the short sale transaction. It is the responsibility of the closing agent to ensure that Countrywide receives the copy.

*** Sales proceeds will be returned if the note has not been received. This will result in a delay of the transaction and/or possible cancellation of this short sale transaction. ***

7. The sellers will not receive any proceeds from this short sale transaction. If there are any remaining escrow funds or refunds they will not be returned to the seller, they will be sent to Countrywide to offset the loss.

8. The property must be free and clear of liens and encumbrances other than the first mortgage, home equity line of credit and CC&Rs.

9. Countrywide does not charge statement, demand, recording and reconveyance fees on short payoff transactions. Do not include them in your settlement statement. Countrywide prepares and records their own reconveyances.

10. Other: All funds must be wired. Any other form of payment of funds will be returned. Payoff funds must be received within 48 business hours of the HUD 1 settlement «date...»

44. Other: Should the closing be delayed, and the Investor/Insurer agree to an extension e of the original closing date, the Borrower(s)/Seller(s) will be responsible for per diem through the new date(s) of closing, extension fees and foreclosure sale postponement fees. The Borrower(s)/Seller(s) will be responsible for any additional costs or fees over the aforementioned approved amounts.

11.Realtors commission, paid from proceeds, not to exceed \$12,015.00 (4.5%)

The closing agent must fax a copy of the final estimated Settlement Statement prior to Closing. You cannot close without final approval of the closing costs.

WIRING INSTRUCTIONS

Payoff funds must be wired unless otherwise specified.

Bank of America 444 S. Garey Ave. Pomona, CA 91766

Credit MRC Account ###

Short Payoff / Account No.:

** A CERTIFIED COPY OF THE FINAL SETTLEMENT STATEMENT AND A SIGNED COPY OF THE UNEARNED PREMIUM REFUND MUST BE FAXED MY ATTENTION AT THE TIME OF CLOSING. MAIL ORIGINALS TO:

> Countrywide Home Loans Attention: Ana Sosa 450 American St., Mail Stop SV3-65 Simi Valley, CA 93065

Upon receipt of the above stated items, Countrywide will issue a release of lien on its mortgage

Countrywide appreciates all your efforts and cooperation in this matter. If you have any further questions, please contact me at (800) 669-6087 Extension 3135.

Respectfully.

Ana Sosa

Workout Department