

# Indexing Parties from **Securitization Trusts and Mortgage-Backed Certificates** into Land Record Indexes in the State of Georgia

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## INTRODUCTION AND PURPOSE

In past years there has been a growing number of instruments filed with Clerks of Superior Court in Georgia that contain complex party names such as (from Example 1 that follows): “*JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JP Morgan Chase Bank; C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse.*” Instruments presenting names such as this are created as a result of entities known as Securitization Trusts. These trusts are created by the mortgage industry and these names have been an increasing source of questions from Clerks of Superior Court (Clerks) regarding how to properly index them as parties into official real property indexes.

The goal of this document is to provide Clerks, and other indexers of real property records, with the author’s understanding of these instruments, their associated parties, and the application of the Indexing Standards<sup>1</sup> so that they may best be indexed into real property indexes. This document assumes the reader is already an experienced indexer of real property instruments.

## BACKGROUND

The GSCCCA<sup>2</sup> maintains the Indexing Standards<sup>3</sup> used by Clerks and other indexers to provide consistent guidance on how to index instruments filed in the official real estate, lien, and plat public dockets throughout the State of Georgia. The Indexing Standards themselves state that indexing is an inexact science and proper judgment is needed for indexers to effectively apply the Standards. It is my belief that such judgment is best obtained from knowledge of the purpose, intent, and parties of the various instruments being filed. *The more an indexer understands the instruments, their purpose, and the parties involved, the better they will become at applying the Indexing Standards* when indexing the instruments. Thus, the following section of this document is intended to provide the reader with a very basic understanding of these topics. It is acknowledged that the following subject matter is complex and may not be fully grasped by all indexers.

### **Securitized -- Resulting Instruments and Parties**

The instruments addressed in this document result from financial companies that ‘securitize’ a pool of mortgages. *Because the instruments filed have a minimal amount of standardization, it helps indexers to understand the ‘securitization’ process that the mortgages go through in order to develop the judgment needed to properly apply the Indexing Standards.* Simply stated, a mortgage securitization involves the pooling and transfer of a group of similar mortgages into a trust to use as collateral to sell securities (aka bonds) to public investors. The following diagram illustrates a simplified example of the process that occurs ‘outside the courthouse’ (right side of

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<sup>1</sup> ‘Indexing Standards’ refers to the document formally titled “Indexing Standards for Real and Personal Property Records for the State of Georgia”. The document is available at <http://www.gsccca.org/filesandforms/statedocs.asp>

<sup>2</sup> GSCCCA: The Georgia Superior Court Clerks’ Cooperative Authority.

<sup>3</sup> See footnote 1.

Figure 1), and the resulting instruments produced that are then filed 'at the courthouse' (left side of Figure 1).

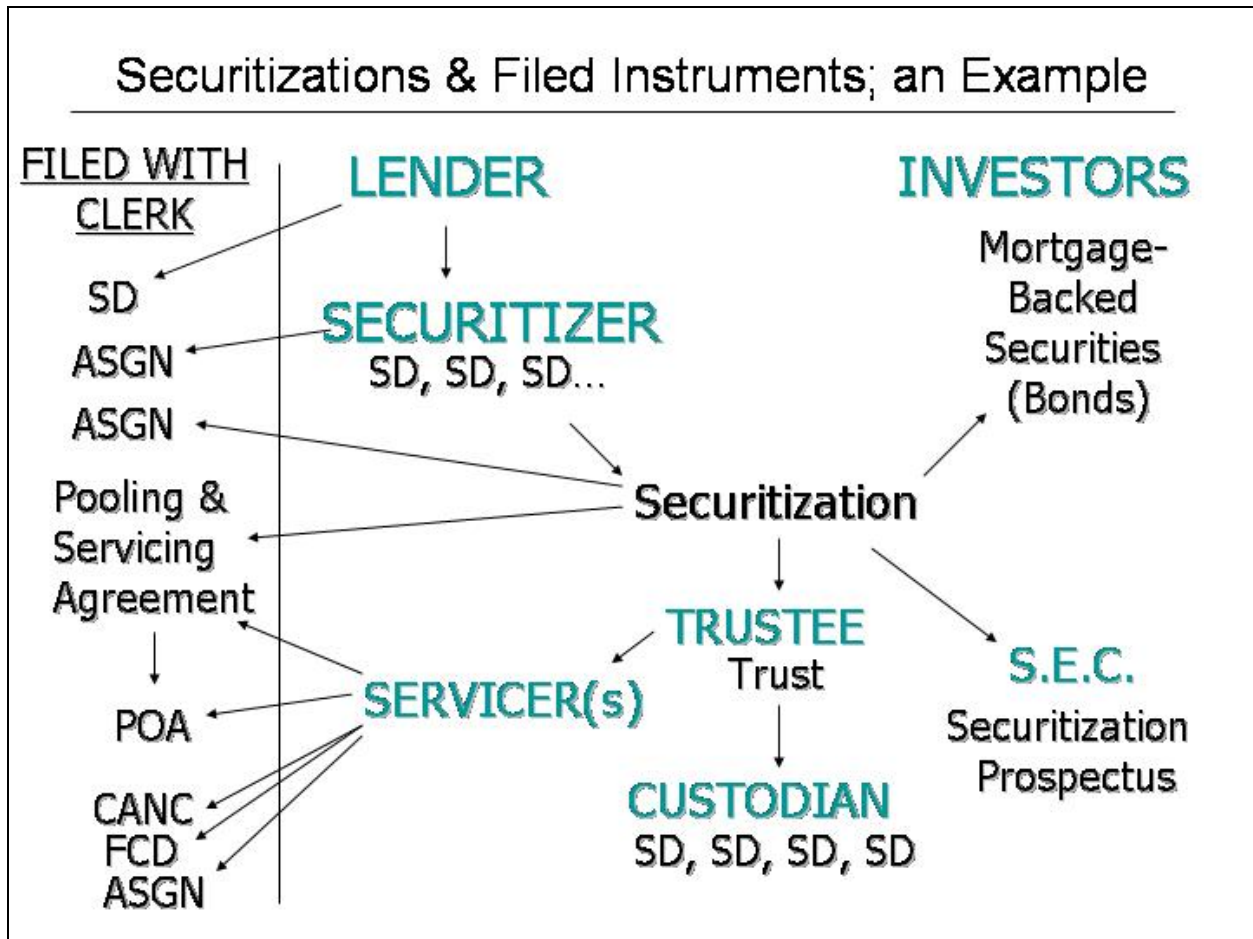


Figure 1 – An example of a Securitization and the Resulting Instruments that are filed with Clerks.

The above diagram illustrates a simple, typical securitization for educational purposes; there are actually many different variations that occur. An understanding of the process illustrated above is gained by reading the descriptions below. The descriptions are simplified so as to focus on relationships to instruments filed with Clerks; they identify the types of instruments and the parties that typically must be indexed. (Capitalized terms used throughout this document refer to the descriptions below.)

**LENDER.** Lenders originate mortgages with property owners. The mortgages result in Security Deeds (SDs) that are filed with Clerks of Superior Court.  
 SD or SECURITY DEEDs are instruments created when a property owner borrows money and uses their real property as collateral for the loan. An SD transfers property rights (title, not possession) from the property owner to the lender (typically a bank or other financial institution).

ASGN or ASSIGNMENTS are filed instruments that transfer the ownership of a mortgage (or other property rights) from one entity to another. In Figure 1, they are used to transfer ownership of SDs from Lender to Securitizer, then from Securitizer into and out of the Securitization Trust.

**SECURITIZER:** The Securitizer is the financial institution that orchestrates a Securitization. In this process they acquire SD's, and then sell (assign) them into the Securitization Trust. The name of the Securitizer will often be a party to index on resulting instruments that are filed.

**SECURITIZATION:** A Securitization (for our purposes) starts when a financial institution, the Securitizer, originates or buys a large amount of unrelated but similar mortgages. The mortgages are then 'sold' (by the use of assignments that are subsequently filed) from the Securitizer into a trust maintained by a Trustee. Public Investors then buy bonds from the trust. In return, the Investors receive the monies from the monthly mortgage payments made by the property owners. The Securitization process results in the various party names and instruments filed with Clerks that are discussed in this document.

**SECURITIZATION TRUST or TRUST:** A trust established as a result of a Securitization described above. The name of the Trust will often be a party to index on resulting instruments that are filed. For example: "Option 1 Mortgage Loan Trust Series 2000-1".

**POOLING & SERVICING AGREEMENT or PSA:** An agreement among the various entities involved in the Securitization. The PSA defines and authorizes the responsibilities of the Trustee, the Servicer, and all other parties assuming obligations associated with the Trust or its underlying mortgages. It is usually a several hundred page document that is usually filed in all the counties where the underlying mortgages are filed – possibly hundreds throughout the country. Unless the content of the document dictates otherwise, the proper instrument type code to index such agreements in Georgia would be "AGRE" – for agreement, and all the parties to the PSA will need to be indexed as the grantors and as the grantees.

**SEC:** the Securities and Exchange Commission in Washington, DC, in addition to Clerks of Superior Court, also receives documents to file that are created from Securitizations. The SEC receives and files a document known as the securitization 'prospectus' that is required for the resulting Mortgage Backed Securities (bonds) to be available for sale to the public. Though typically not also filed with Clerks, the prospectus may often be referred to in various instruments.

**MORTGAGE BACKED SECURITIES.** Depending upon how securitizations are structured, these securities may also be referred to on instruments filed with Clerks as 'Collateral Debt Instruments' (CDOs), 'Collateralized Mortgage Obligations' (CMOs), 'Real Estate Mortgage Investment Conduits' (REMICs), or simply 'Asset Backed Securities', etc. In all cases, they are a type of bond (or 'certificate') in which the real estate from the property owners becomes the collateral for the Security Deeds, and the Security Deeds become the collateral for the Mortgage Backed Securities. The Mortgage Backed Securities are often referred to by names that match their respective Securitization Trust name

**INVESTORS:** Investors purchase the Mortgage Backed Securities from the Securitization Trust. Historically these investors have been 'Wall Street' firms, but they are now agencies that represent all types of public, private and government sponsored agencies (Fannie Mae, Freddie Mac), and an increasing amount of foreign entities. Their names are typically not provided directly as parties to instruments filed with Clerks, but they are implicitly referred to by terms such as "Registered Holders", etc.

**SERVICER(s):** The Servicer(s) interacts with the borrowers of the mortgages and in doing so typically files most of the associated instruments with Clerks even though such instruments are often executed by the Trustees (or their power of attorney representatives). Servicers collect monthly payments of principal and interest, and typically file Cancellations when the mortgages are paid-off, or Foreclosure Deeds when they are not, etc. Monthly payments are typically forwarded to the Trustee. Often there are multiple Servicers involved in a securitization and thus may appear as parties to be indexed; there are 'sub-servicers' who work for the Servicer, and/or 'special servicers' who may service just those mortgages that have become delinquent, etc. These Servicers and their duties are typically outlined in the Pooling and Servicing Agreement (PSA) and/or through various Powers of Attorney (POA) instruments that are also filed with Clerks, and as such they are parties to these agreements that must be indexed.

**POA or POWER OF ATTORNEY:** filed instruments that allow one entity to represent another for specific purposes. Typically, a POA is required to allow Servicers to represent Trustees while servicing the mortgages in a Securitization Trust, and as such, they are parties that must be indexed.

**TRUSTEE:** The Trustee performs several roles, including maintaining the Trust and assuring all moneys collected by the Servicers are distributed to the appropriate Investors; which is usually done by following a very complicated payment structure defined in the PSA.

**CUSTODIAN:** The Custodians typically maintain final records for the mortgages (including the original Security Deeds) on behalf of the Trustee and Investors. Custodians, along with other possible entities such as a Guaranty, a Servicer, etc, are typically included as parties of filed PSAs and would thus be included as indexed parties.

**CANC or CANCELLATION:** Instruments that cancel a SD and are typically filed by the Servicer but often executed by the Trustee on behalf of the Securitization Trust.

**FCD or FORCLOSURE DEED:** Instruments that transfer real property in lieu of a deed executed by property owners. They are typically filed by the Servicer or a special servicer but often executed by the Trustee or another entity authorized to do so by a POA.

## ***Affects of Securitizations on Filings***

The question is often asked as to why these securitizations are done and why Clerks are faced with indexing such complicated party names. Though the process is complicated, the purpose of Securitizations is rather simple -- to obtain capital from Investors. The majority of the different steps shown above are performed to protect the Investor's interest and to create customized payment structures so investors will be motivated to invest their capital. (The Securitizations promote the flow of capital from investors into the mortgage industry thus providing virtually unlimited capital to Lenders. They are no longer limited by the capital on-hand, but can compete to originate as many mortgages for all borrowers they can solicit<sup>4</sup>.) This results in more filings at the courthouse due to increased mortgages, increased number of security deeds, assignments, powers of attorney, large Pooling and Servicing agreements, etc. The process also adds complexity to the job of title examiners who must track the chain of title of the affected properties through the names indexed from these instruments.

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<sup>4</sup> This has also resulted in the spam e-mail, junk mail, and telemarketing phone solicitations for mortgages we have all been subject to in recent years.

## ***The Role of 'MERS'***

Over the years, more and more security deeds in Georgia are being registered on the national 'Mortgage Electronic Registration System', or 'MERS'. This system is owned by the major privately-owned mortgage companies and government-sponsored mortgage agencies. One of the intents of this system is to simplify the securitization process by making MERS the legal party of record for all mortgages that are registered on the MERS system. To do this, it is the intent of MERS to have all filed Security Deeds, Assignments, Cancellations, and other filed instruments, to be worded so that MERS is reflected as the legal party of record for the mortgage.

Once registered on MERS, the ownership of Security Deeds could be split, separated from their servicing rights, and frequently transferred among the various MERS members and Securitization Trusts on their system much like stocks within stock exchanges. This is done without the requirement for drafting, executing, and filing assignments with the official recorder of land records. The process shown in Figure 1 is greatly simplified by having much of the activity take place on the MERS system instead of through the public records process, and the complicated names of parties discussed in this document go away as MERS becomes the only name to index. It is the goal of MERS to register every mortgage in the United States on their system. But until/if that happens, Clerks will continue to record instruments with the complex names of parties from Securitizations Trusts as are described in this document. (Though many share the questionable belief that the existence of MERS results in a reduction in the number of Assignments filed, it is more likely that MERS's facilitating of the securitization process has led to an increase in the number of Security Deeds originated and the collection of their associated intangible taxes.)

Although MERS is the most frequently indexed party in Georgia land records, there intentionally are no special indexing rules for MERS related-instruments in the Indexing Standards, nor should any special handling be performed on them. Indexers are to index all instruments based upon the purported party names on the instrument, whatever they may be, as provided for in Section 8 of the Indexing Standards.

It is important for indexers to note that if MERS, or any entity, is purported as the grantee on a Security Deed, then Appendix C of the Indexing Standards provides Clerks with the option (though not the requirement) of also indexing any Lender specified as an additional grantee. The Lender's name is often used by title examiners to locate instruments since searching the name MERS often results in an excessive amount of records for examiners to sort through. Additionally, per Indexing Standard 8.2.5, borrowers are also to be indexed as additional grantors on Assignments which further assists title examiners.

## **INDEXING**

Now that that we have a basic understanding of the instruments and what their purpose is, we will describe how to determine the parties for the various instruments and apply the Indexing

Standards to them. This will be done through a series of examples using actual filed instruments in Georgia. Each example builds upon material from previous ones so I encourage you to read them in the order provided. The explanations supporting each of the examples and capitalized words make reference to information provided in Figure 1 earlier in this document. It is assumed that the reader has an understanding of the material already presented and is already an experienced indexer.

To provide clarity, the following conventions are used in the examples that follow:

Information in boxes such as this represents information copied or quoted directly from the images of instruments in the examples.

Letters in this blue color and font represent characters exactly as they would be indexed and appear in indexes.

**EXAMPLE 1**

Consider the following image of an assignment:

**ASSIGNMENT OF MORTGAGE / DEED OF TRUST**

Loan No. 8936197  
 Prev No. 291053  
**FDI013**

KNOW ALL MEN BY THESE PRESENTS:  
 THAT **U.S. Bank National Association**, fka **First Bank National Association** as trustee under that certain Pooling and Servicing Agreement dated April 1, 1996 for FHA Title I Loan Asset-Backed Certificates, Series 1996-2 by **Wilshire Credit Corporation, its Attorney-in-Fact**, without recourse whose address is 180 East 5th Street, St. Paul, MN 55101 for value received, does by these presents grant, bargain, sell, assign, transfer and set over unto:

**JPMorgan Chase Bank, as Trustee \*\***  
**4 New York Plaza, 6th Floor, New York, NY 10004**

("Assignee") whose address is  
 all of Assignor's right, title and beneficial interest in and to that certain Deed of Trust describing land therein, recorded in the County of Lowndes, State of GA as follows:

NAME OF BORROWER	DATE EXECUTED	DATE RECORDED	INSTRUMENT NUMBER	BOOK	PAGE	LOAN AMOUNT
Kyle Duke + Foster Julie Gitters Duke	<del>08-Nov-95</del> 10-5-95	12-29-95	636720	12140	0064	<del>17,227.00</del> 17,227.00

TRUSTEE: N/A

BENEFICIARY: Premiere Designs

PROPERTY ADDRESS: 1877 Suwanee Roberts Ct, Lawrenceville, GA 30043

TAX ID:

TOGETHER with the note therein described and the moneys due and to become due thereon, interest and attorney's fees and all other charges.

**"Legal Description Attached"**

**THIS ASSIGNMENT** is made without recourse, representation or warranty, express or implied.

IN WITNESS WHEREOF, Assignor has caused this instrument to be duly executed as of this 9<sup>th</sup> day of March 2004 by a duly authorized officer.

Witness: Carlos Gauna

By: Lela Defouen, Vice President of Litton Loan Servicing LP  
 Attorney In Fact for U.S. Bank National Association, as Trustee

*\*\*\*JPMorgan Chase Bank, as trustee under the Pooling and Servicing Agreement, dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank, C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse*

Figure 2

In this example, we will first examine the assignee who is described / provided in the assignment after the double asterisks (\*\*\*) and shall be indexed as the Grantee. Figure 3 is a closer view of that part of the image:



★ JPMorgan Chase Bank, as trustee under the Pooling and Servicing Agreement, dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank, C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse

Figure 3

For the sake of clarity we will repeat the above name/party presented below:

“JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank; C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse”

In my opinion, it is easiest to analyze such complex names by breaking them down into parts. Thus, we will look at the various components of the name(s) presented as underlined below:

“JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank; C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse”

In the hi-lighted portion above, ‘JPMorgan Chase’ is named as the trustee. From the model defined in Figure 1, we see that the Securitization process creates a Trust and a Trustee, and in this case, JPMorgan is the Trustee. We continue with the next part of the name:

“JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank; C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse”

The above hi-lighted phrase describes the ‘Pooling and Servicing Agreement’ (PSA) associated with the Trust. This document is described in Figure 1. The PSA will typically be filed with the Clerk as a separate document. Though we do not have the PSA available here, we can expect that it will most likely establish and authorize ‘JPMorgan Chase’ as the Trustee for the established trust. We continue with the next part of the names:

“JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank; C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1, without recourse”

This part provides the four parties of the PSA. Separated, the four parties are:

1. Credit-Based Asset Servicing and Securitization LLC,
2. C-BASS ABS, LLC,
3. Litton Loan Servicing LP, and
4. JPMorgan Chase Bank

Upon examination of these four parties, the first 2 parties simply appear to be name variations of each other and represent the Securitizer (see ‘Securitizer’ in Figure 1) The third name is probably the Servicer of the mortgages in the Securitization (see ‘Servicer’ in Figure 1). The fourth name, JPMorgan, we already recognize as the Trustee; they are expected to be listed as a party to the PSA because the PSA is the agreement that they use to accept and authorize them in the role of Trustee.

It is important to note that these are the four parties of the PSA. These are the parties who you would expect to index if you were indexing the PSA; however, we are not indexing the PSA, we are indexing an assignment! (The PSA and its parties were presented on the instrument not because they are parties to the assignment but instead to allow future title examiners to locate and use the PSA to confirm that JPMorgan is indeed the authorized Trustee who can execute this assignment.)

To determine who we should actually index for the assignment, consider Indexing Standard N2.16 which states: *“If an instrument sets out as a party the name of an institution, trust, or group... represented by a trustee...the names should be entered in the name of the institution, trust or group...and... in the name of each trustee presented followed by the word “TRUSTEE”.*

So, first we need to index the party represented by the trustee, and that party, the trust, is provided as the last part:

“JPMorgan Chase, as Trustee under the Pooling and Servicing Agreement dated as of May 1, 2004, among Credit-Based Asset Servicing and Securitization LLC, C-BASS ABS, LLC, Litton Loan Servicing LP and JPMorgan Chase Bank; **C-BASS Mortgage Loan Asset-Backed Certificates, Series 2004-RP1**, without recourse”

In my judgment, the instrument purports this name as the trust represented by the Trustee and should thus be indexed as the grantor. Following the rules for indexing I would index the name as follows, with care given to follow the Indexing Standards with respect to proper usage of dashes, commas, etc:

**“C BASS MORTGAGE LOAN ASSET BACKED CERTIFICATES SERIES 2004 RP1”**

In order to become comfortable dealing with names of Trusts such as this, it is useful to understand how this is chosen as the name of the Trust. Securitization Trust names are decided by the Securitizer to clearly identify it to potential investors and correspond with the respective Mortgage Backed Securites (see Figure 1). The names typically follow a standard industry convention. In this case, “C-BASS” is the Securitizer, “Mortgage Loan Asset-Backed Certificates” describes the Mortgage Backed Securities (see Figure 1) or the bonds to be sold to

Investors. Since mortgages are not the only type of collateral that is securitized<sup>5</sup>, this part of the Trust name identifies that the resulting certificates (bonds) are collateralized by mortgages. “Series 2004-RP1” describes the specific Securitization. Most financial institutions that perform Securitizations typically complete several a year. So, in this case, “2004” indicates that this Securitization was executed (a/k/a ‘closed’) in the year 2004. “RP” is a designation that helps clarify the series and typically is an acronym or code that defines the original Lender from whom the Securitizer purchased the mortgages. And finally, the “1” indicates that it is the first series of this kind from this Securitizer in 2004. You can expect similar naming conventions in all other Securitization Trusts you might have to index.

The term “without recourse” following the name of the trust is a legal term describing the financial terms of the securitization. (Its intent is to state that if the property owners default on their mortgages, the investors buying these certificates have no recourse against the Securitizer; in other words, buyer beware.) As an indexer, I will use my judgment to assume that this term is merely a ‘qualifying term’, and per Indexing Standard N2.6, I would not consider it as part of the trust name and I would not index it.

Then, per Indexing Standard N2.16 we also index the Trustee:  
“JPMORGAN CHASE TRUSTEE”

And because this is an assignment, per the Indexing Standard 8.2.5 don’t forget to index the borrower(s) listed elsewhere on the assignment as additional grantors as this will be invaluable to public examiners in locating this instrument!  
“FOSTER, KYLE DUKE” and  
“DUKE, JULIE GITHERS”.

(Please note that per the Indexing Standards, an index cross reference to the Security Deed at book 12140 page 0064 should also be made<sup>6</sup>.)

Now let’s look at the grantee for the instrument which, for assignments, is the assignee. We notice it presented on the instrument as:

“U.S. Bank National Association, fka First Bank National Association as trustee under that certain Pooling and Servicing Agreement dated April 1, 1996 for FHA Title I Loan Asset-Backed Certificates, Series 1996-2”

For the same reasons used to obtain the grantors, I would index the grantee(s) as the entity represented by the trustee:

“FHA TITLE I LOAN ASSET BACKED CERTIFICATES SERIES 1996 2”

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<sup>5</sup> Other types of loans, assets, or revenue streams that are typically pooled together and securitized consist of car loans, credit card balances, corporate accounts receivable, tax revenues, even revenue from David Bowie’s album sales (“Bowie Bonds”). Fortunately we don’t have to index these in our land records!

<sup>6</sup> See Section 11 of the Indexing Standards regarding index cross referencing. Index cross referencing should be performed using the dedicated index, book, and page fields that all land record indexing systems in Georgia are required to have.

I would not index “under that certain Pooling and Servicing Agreement dated April 1, 1996” because that is not the name of the trust; it merely describes the PSA that authorizes the trustee. (Words that follow phrases such as “...as trustee ...for...” typically will contain the trust name, and words that follow phrases such as “... as trustee under agreement ...” will usually describe the trustee’s authorization which can not be assumed to be the name of the Trust. In all cases the indexer must use their judgment regarding what the instrument purports.)

And because it appears that a roman numeral is presented in the party (“Title I”), Indexing Standard N4.6 would dictate an additional index entry with the character converted to Arabic form:

“FHA TITLE 1 LOAN ASSET BACKED CERTIFICATES SERIES 1996 2”

Further, I would also need to index the Trustee (see Indexing Standard N2.16):

“US BANK NATIONAL ASSOCIATION”

...and its additional name variation (see Indexing Standard N2.5):

“FIRST BANK NATIONAL ASSOCIATION”

...and another entry for this same Trustee with its ordinal value reduced to Arabic numerals (see Indexing Standard N4.10):

“1ST BANK NATIONAL ASSOCIATION”

It may be worthwhile to further note that this Assignment is assigning the subject Security Deed out of one Securitization Trust and into another. Typically once a mortgage is assigned into a Securitization Trust it remains there for the life of the mortgage – until it is paid-off by the property owner (resulting in a Cancellation filed by the Servicer), or foreclosed upon (resulting in a filed Foreclosure Deed), etc as required. Depending upon the terms of the PSA, situations that may require the removal of a Security Deed from a trust include: if the mortgage was fraudulent (the Investors would then require it to be removed from the trust and replaced by another like-kind mortgage assigned into the trust), or, when the overwhelming majority or mortgages in a trust are paid-off (typically 90%) and the remaining mortgages are insufficient to support the costs of maintaining the trust. In such cases the trust is dissolved<sup>7</sup> and all remaining Security Deeds are assigned out of the Trust where a Securitizer will often re-assign them into another, new Trust. Both result in filed Assignments and the latter situation appears to be occurring in this case of this example since the subject Security Deed is being assigned from an old trust (series 1996) into a new one (series 2004). Understanding issues like this will help you confirm that you are indexing the correct parties for your instrument.

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<sup>7</sup> This process is typically referred to as a ‘clean-up call’ of the trust and related outstanding mortgage-back securities. All remaining Security Deeds will be assigned elsewhere.

## EXAMPLE 2

Consider the image of the following part of an assignment:

[Space Above This Line For Recording Data]

**ASSIGNMENT OF SECURITY DEED**

STATE OF CALIFORNIA  
COUNTY OF Orange

For value received, Option One Mortgage Corporation, A California Corporation, has this day transferred, sold, assigned, conveyed and set over to:

Wells Fargo Bank Minnesota NA, as Trustee for Registered Holders of Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A, Without Recourse  
~~FORMERLY KNOWN AS NORWEST BANK MINNESOTA~~  
a corporation organized and existing under the laws of MINNESOTA  
whose address is 1015 10th Ave. S.E., MS 0031 Minneapolis, MN 55414, as Assignee,  
its successors, representatives and assigns, all its right, title and interest in and to a certain Security Deed or (Deed to Secure Debt) executed by: DAVID GREEN AND CAROL GREEN JOINT TENANTS WITH THE RIGHTS OF SURVIVORSHIP

to Option One Mortgage Corporation, A California Corporation,  
dated December 13, 2000, recorded in Deed Book 21863, Page 0079  
Gwinnett County, Georgia Records.

Figure 4

The parties for this instrument in Figure 4 are mentioned in the paragraph:

“For value received, Option One Mortgage Corporation, has this day transferred, sold conveyed and set over to: Wells Fargo Bank Minnesota NA, as Trustee for Registered Holders of Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A, Without Recourse”

For the Grantor, I would index the assignor of the assignment and that party would be:

“OPTION ONE MORTGAGE CORP”

And, with the numeral reduced to numeric value:

“OPTION 1 MORTGAGE CORP”

The reasons for these index entries should be rather straightforward. Note the abbreviation of Corporation<sup>8</sup> to “CORP” and the required additional entry to reduce “ONE” to its numeric format, “1”<sup>9</sup>.

Also, per Indexing Standard 8.2.5 the borrowers to assignments must also be indexed as additional grantors. There are provided near the bottom of the assignment and would be indexed as:

“GREEN, DAVID” and “GREEN, CAROL”

<sup>8</sup> See Indexing Standard N5.1, “Limited and Mandatory Abbreviations”

<sup>9</sup> See Indexing Standard N4.6, “Business Names – Numbers and Numerals”

(An index cross reference to the Security Deed at book 21863, page 0079 should also be made per the Indexing Standards.<sup>10</sup>)

As for the grantee, we need to analyze:

“Wells Fargo Bank Minnesota NA, as Trustee for Registered Holders of Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A, Without Recourse”

Taking the name(s) in parts as in the previous example:

“**Wells Fargo Bank Minnesota NA, as Trustee** for Registered Holders of Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A, Without Recourse”

This above phrase identifies the Trustee for the Securitization Trust. Again per Indexing Standard N2-16, we index the Trustee, as:

“WELLS FARGO BANK MINNESOTA NA TRUSTEE”

Then, we need to determine the party the Trustee represents, which we do by analyzing the next part:

“Wells Fargo Bank Minnesota NA, as Trustee for **Registered Holders of Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A, Without Recourse**”

This name presents particular difficulty because the entire name extends beyond the 70 character limit<sup>11</sup>. First off, the words “Registered Holders” and “Without Recourse” may be considered ‘Qualifying Terms’ per section 2.6 of the Indexing Standards and should not be indexed. (The terms are explained later in this example.) Then, I would index the party which starts with the Securitizer, up to the 70 character limit. Thus properly indexing “Option One Mortgage Loan Trust 2001-A, Asset-Backed Certificates, series 2001-A” stopping at 70 char limit, results in:

“OPTION ONE MORTGAGE LOAN TRUST 2001 A ASSET BACKED CERTIFICATES SERIES” ← Name truncated at 70 characters.

Then, another index entry with the additional entry for reducing the spelled number “ONE”, while adding back 2 characters gained from changing “ONE” to “1” for the 70 character limit:

“OPTION 1 MORTGAGE LOAN TRUST 2001 A ASSET BACKED CERT SERIES 2”

Important notes regarding the indexing of this party:

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<sup>10</sup> See Section 11 of the Indexing Standards regarding cross referencing. Cross referencing should be performed using the dedicated index, book, and page fields that all land record indexing systems in Georgia are required to have.

<sup>11</sup> Indexing Standard N2.3.1 imposes a seventy character limit on the indexing of all parties.

a. As will be explained in Example 3, title examiners typically search for these records under the name of the Securitizer (“Option 1”) and the series information: “Series 2001-A” (series information was further discussed in Example 1.). The 70 character limit prevents the series number at the end from making it into the indexed name, however the series number does appear in the middle of the name which I feel will be beneficial to examiners. In Example 3 we will discuss a more complicated situation where the series number does not appear within the 70 character limit.

b. An astute reader may ask if “Asset-Backed Certificates, series 2001-A” should be indexed as an additional, separate entry based upon the way the party name is presented. I would not do this. From my judgment and an understanding of the events depicted in Figure 1, I do not feel this phrase alone constitutes a party and such an entry without the Securitizer mentioned is too ambiguous to be useful to examiners, especially if the party is properly indexed as described above.

c. As mentioned earlier, the words “Registered Holders” and “Without Recourse” are qualifying terms and should not be indexed. The Indexing Standards added clear guidance regarding these terms (see example 2.6-9 in the Indexing Standards). For those readers interested, the term Registered Holders is an implicit reference to the Investors in Figure 1 who ‘own’ the bonds from the Trust. Indexing that term, in my opinion, would have the same negative effect as indexing names starting with ‘The...’ or ‘Board of Directors of...’. The term “Without Recourse” is a legal disclaimer indicating that if the homeowners defaulted on their mortgage payments, resulting in the Investors not receiving their payments, then the Investors would not have legal recourse against the Securitizer who sold them the bonds. I would not consider the term as part of the party name to be indexed either.

d. Unlike Example 1 where a Security Deed was assigned from one older Securitization Trust into newer one, this assignment assigns a newly originated Security Deed into a new Securitization Trust as is illustrated in Figure 1. We know this because the assignment indicates that the Securitizer, Option One, originated the Security Deed on December 13, 2000; then the series number (2001-A) leads us to believe it was securitized shortly after -- as the first series in 2001; when Option One most likely collected sufficient other, similar mortgages in that timeframe to proceed with a Securitization.

### EXAMPLE 3

Consider the following three-page Assignment:  
Page 1 of 3:

<p>THIS DOCUMENT PREPARED BY AND UPON RECORDATION RETURN TO: VANESSA ORTA, ESQ. ANDERSON, McCOY &amp; ORTA, P.C. 100 North Broadway, Suite 2600 Oklahoma City, Oklahoma 73102 Telephone: 888-236-0007 AMO File No. 1516.030 05-01-088 <b>Chatham County, Georgia</b></p> <hr/> <p style="text-align: center;"><b>ASSIGNMENT OF DEED TO SECURE DEBT, SECURITY AGREEMENT AND FIXTURE FILING AND ASSIGNMENT OF ASSIGNMENT OF LEASES AND RENTS</b></p> <p>KNOW THAT</p> <p style="text-align: center;"><b><u>LASALLE BANK NATIONAL ASSOCIATION, a national banking association,</u></b> having an address of 135 South LaSalle Street, Suite 3410, Chicago, Illinois 60603, ("Assignor"),</p> <p>For valuable consideration paid by:</p> <p style="text-align: center;"><b><u>WELLS FARGO BANK, N.A., AS TRUSTEE FOR THE REGISTERED HOLDERS OF J.P.MORGAN CHASE COMMERCIAL MORTGAGE SECURITIES CORP., COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES, SERIES 2005-LDP3,</u></b> having an address of 751 Kasota Avenue, Minneapolis, Minnesota 55414, ("Assignee"),</p> <p>the receipt and sufficiency of which is hereby acknowledged, Assignor does hereby grant, bargain, sell, convey, assign, transfer, and set over, without recourse, representation and warranty, except as set forth in that certain related Mortgage Loan Purchase Agreement all of Assignor's right, title and interest, of any kind whatsoever, including that of mortgagee, <i>beneficiary, payee, assignee or secured party (as the case may be),</i> in and to the following:</p> <p style="text-align: center;"><b>Deed to Secure Debt, Security Agreement and Fixture Filing</b> ("Deed to Secure Debt") dated May 5, 2005 by DAI AB PLAZA, LLC, a Georgia limited liability company ("Borrower") to Assignor and recorded May 9, 2005, in Book 287J, Page 435, with the Chatham Clerk of Superior Court, Georgia ("Clerk of Superior Court"); and</p>	<p>BOOK 297 M PAGE 599</p>
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Assignor;  
to be  
indexed as  
grantor.

Figure 5a



Page 2 of 3 of the assignment.

**Assignment of Leases and Rents** ("Assignment of Leases") dated May 5, 2005 by Borrower to Assignor and recorded May 9, 2005, in Book 287J, Page 472, with said Clerk of Superior Court;

TOGETHER with the bonds or notes or obligations described in said Deed to Secure Debt and Assignment of Leases, and the moneys due and to grow due thereon with the interest, and any and all other related security instruments which secure the indebtedness and/or obligations secured by said Deed to Secure Debt and Assignment of Leases.

TO HAVE AND TO HOLD the same unto the Assignee and to the successors, legal representatives and assigns of the Assignee forever.

IN WITNESS WHEREOF, the Assignor has caused these presents to be effective as of August 24, 2005.

**(The remainder of this page has been intentionally left blank.)**

BOOK 287J PAGE 600

Figure 5b



“WELLS FARGO BANK NA AS TRUSTEE FOR THE REGISTERED HOLDERS OF JP MORGAN CHASE COMMERCIAL MORTGAGE SECURITIES CORP., COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES SERIES 2005-LDP3”

As in previous examples we are looking for the trust represented by the Trustee.

“WELLS FARGO BANK NA AS TRUSTEE FOR THE REGISTERED HOLDERS OF **JP MORGAN CHASE COMMERCIAL MORTGAGE SECURITIES CORP., COMMERCIAL MORTGAGE PASS-THROUGH CERTIFICATES SERIES 2005-LDP3**”

This hi-lighted name(s) is 117 characters, which is well over the allowable 70 character limit. To follow the Indexing Standards and what we learned from the previous examples, I would index the first 70 characters of the entity represented by the Trustee. As such, I would index:

"JP MORGAN CHASE COMMERCIAL MORTGAGE SECURITIES CORP COMMERCIAL MORTGAG" ← Name truncated at 70 characters.

However, title examiners also have issues searching chain of title for these instruments. Typically, the most important pieces of information for them are the name of the Securitizer (as described in Figure 1) and the Series information (discussed in Example 1). The series information does not make it within the 70 character limit. Thus, I would also make an index entry that contained the Securitizer, the series information, and as much as the collateral description that would fit within the 70 character description. In this case it would be:

"JP MORGAN CHASE COMMERCIAL MORTGAGE SECURITIES CORP SERIES 2005 LDP3" ← Name truncated at 70 characters.

This additional entry is not required by the Indexing Standards, but I would argue is allowed as an indexer option through very liberal usage of additional entry provision in the Indexing Standards. I would do it for the purpose of creating a better index for the public.

Per Indexing Standard n2.16 I would index the Trustee:

"WELLS FARGO BANK NA TRUSTEE"

Now, moving to the grantor of this instrument, it is the assignor, presented on the first page and in the signature block of the third page of the instrument as:

“Lasalle Bank National Association, a national banking association”

I would index this name as:

"LASALLE BANK NATIONAL ASSOCIATION"

I would omit “a national banking association” as those words constitute a qualifying term and would not be indexed, according Indexing Standard N2.6. Terms such as this typically relate to the specifics of the bank’s charter and are not part of the name that is to be indexed.

In addition to this name, as in previous examples you should index the borrowers of the assigned instruments:

“DAI AB PLAZA LLC”

and index a cross reference to the two assigned instruments: book 287J, page 435; and book 287J page 472.

## SUMMARY

The following notes summarize some of the key points to remember regarding indexing instruments with parties from Securitization Trusts:

1. The party of interest to index will often be a trust which should be identified using the techniques in this document. Per Indexing Standard N2.16, any trustee of the party of interest should be indexed followed by the word “TRUSTEE”.
2. You can ignore indexing names presented on an instrument if they are clearly not parties to the instrument being indexed. Hopefully the material in this document has assisted you in developing the judgment to do so. However, if you are unsure if a name presented on an instrument is an actual party to the instrument, index it. (A basic assumption that the Indexing Standards are based upon is that the resulting indexes are just a tool to find instruments<sup>12</sup> and do not define holders of property rights. Thus, although we should never index names that we know are not actual parties, it is safest, and recommended to index names that we are not sure about so the instruments will be found by those examining the indexes.)
3. It is important to remember and apply the various name rules when indexing: when to use dashes, slashes<sup>13</sup>, name variations<sup>14</sup>, and to additionally index spelled numbers to their numerical equivalent<sup>15</sup> etc. These rules often apply to parties dealing with securitization trusts.
4. Per the Indexing Standards, indexed parties are not to exceed 70 characters. I suggest you keep in mind that the ‘Securitizer’ and ‘Series’ are the key elements in the trust name that title examiners will need and perform optional additional entries when necessary to assure these parts of party names are indexed.
5. Please cross index the appropriate instruments<sup>16</sup> and index the names of borrowers on assignments as dictated by the Indexing Standards. Due to the complexity of the parties on these instruments, the use of cross indexing and the names of borrowers often result in an important alternative method for title examiners to locate needed instruments.
6. Terms such as “Registered Holders of” and “Without recourse”, though common, are considered ‘Qualifying Terms’ and should not be indexed, per Indexing Standard N2.6.

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<sup>12</sup> See Indexing Standard Section 1 “Purpose and Applicability”.

<sup>13</sup> See Indexing Standard N2.11, “Characters”, and N2.12, “Procedures for other characters” for use of various characters.

<sup>14</sup> See Indexing Standard 8.2.1 for name variations.

<sup>15</sup> See Indexing Standard N4.6, “Business Names – Numbers and Numerals”.

<sup>16</sup> See Indexing Standard Section 11 regarding when and how to cross index.