

LBC 0108130303

ASSIGNMENT

FOR VALUE RECEIVED, the undersigned does hereby transfer, sell, assign and deliver without recourse or warranty unto Deutsche Bank National Trust Company, as Trustee of Ameriquest Mortgage Securities, Inc. Asset Backed Pass Through Certificates, Series 2005-R3 under the Pooling and Servicing Agreement dated as of April 1, 2005, Without Recourse, that certain Deed of Trust and Note executed by Maxwell S. Richardson, and wife Kay F. Richardson to Ameriquest Mortgage Company, as Beneficiary, on February 4, 2005, encumbering certain real property in DeSoto County, Mississippi, which said Deed of Trust is recorded in Deed of Trust Book 2,160 at Page 741 and being secured by the following described property:

Lot 166, Brentwood Farms, Subdivision, Phase 3 situated in Section 29, Township 1 South, range 7 West, Desoto County, Mississippi Plat Book 55, Page 22-23, in the Register's Office for Desoto County, Mississippi which plat reference is hereby made for a more particular description of said property.

Being the same property conveyed to Maxwell S. Richardson and wife, Kay F. Richardson by deed from Maxwell S. Richardson and wife, Kay F. Richardson filed for record in Book 446, Page 155, Register's Office for Desoto County Mississippi, dated 6-11-03.

Together with the indebtedness secured thereby.

IN WITNESS THEREOF, the undersigned has executed this assignment through its duly authorized officers on this 11th day of September, 2006.

Ameriquet Mortgage Company, By AMC Mortgage Services, Inc., as Authorized Agent

By: *Dana A. Rosas*
Dana A. Rosas, Authorized Agent
Its: _____

STATE OF CALIFORNIA
COUNTY OF ORANGE

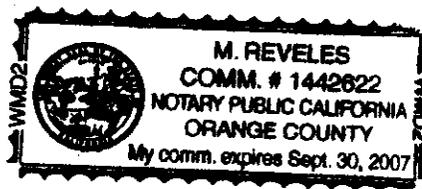
Personally appeared before me, the undersigned authority for the jurisdiction aforesaid, on this the 11th day of September, 2006, the within named Dana A. Rosas who acknowledged that (s)he is Authorized Agent of Ameriquet Mortgage Company, By AMC Mortgage Services, Inc., as Authorized Agent, and that for and on behalf of the said corporation, and as its act and deed, (s)he executed the above and foregoing instrument, after having been first duly authorized so to do.

(SEAL)

M. Reveles
Notary Public

My commission expires:

9-30-07



PREPARED BY:

J. GARY MASSEY
SHAPIRO & MASSEY, L.L.P.
1910 LAKELAND DRIVE, SUITE B
JACKSON, MS 39216
601-981-9299
S&M 06-1190

INDEX: Lot 166, Brentwood Farms, Sub., Phase 3, Sec. 29, T1S, R7W, DeSoto Co., MS