

749

POWER OF ATTORNEY

REC. 54126 1834

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Southeast Bank, N.A., as Trustee under that certain Indenture dated as of April 1, 1988, Between Mid-State Trust II and Southeast Bank, N.A., hereby irrevocably constitutes and appoints Mid-State Homes, Inc. (the "Servicer" under the said Indenture) and/or Jim Walter Homes, Inc. (the "Sub-Servicer" under the said Indenture) its true and lawful attorney in fact and agent, to execute, acknowledge, verify, swear to, deliver, record and file, in its or its assignee's which may from time to time be required in connection with the Servicing Agreement, dated as of April 1, 1988 among the Servicer, Mid-State Trust II ("Mid-State") and Southeast Bank, N.A., as Trustee (the "Servicing Agreement") or the Sub-Servicing Agreement between the Servicer and the Sub-Servicer, including, without limitation, to execute any documents required to be executed or recorded by Southeast Bank, N.A., as Trustee Pursuant to Section 2.01 of the Servicing Agreement or Section 3.14 of the Indenture. If required, Southeast Bank, N.A., as Trustee shall execute and deliver to the Servicer and/or Sub-Servicer upon request therefor, such further designation, powers of attorney or other instruments as the Servicer and/or Sub-Servicer shall reasonably deem necessary for their purposes hereof.

1988 MAY 24 PM 3 06

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SOUTHEAST BANK, N.A., as Trustee

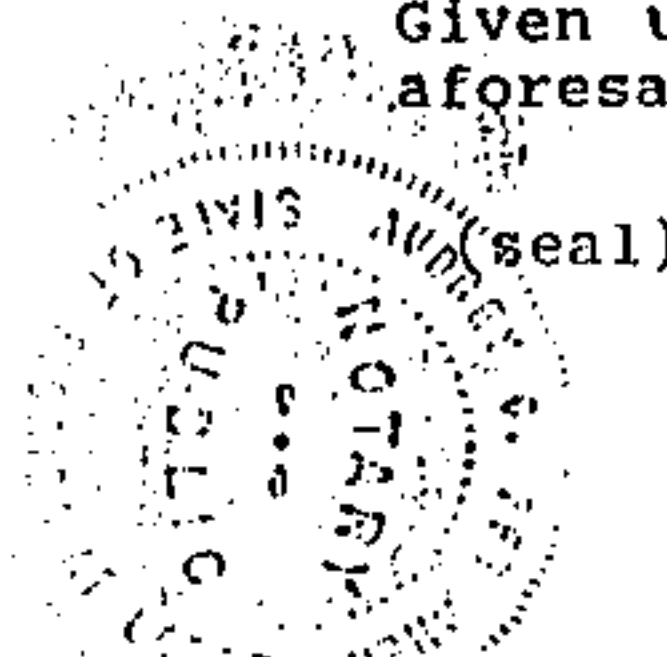
By: David W. Miller Vice PresidentRICHARD AKE
CLERK OF CIRCUIT COURT
HILLSBOROUGH COUNTY

STATE OF FLORIDA

COUNTY OF DADE

Be it remembered that on this 13 day of May, 1988, A.D. personally came before me, a Notary Public in and for the State duly commissioned and sworn, the undersigned, of Southeast Bank, N.A., as Trustee under an Indenture dated as of April 1, 1988, between Mid-State Trust II and Southeast Bank N.A., and under a Servicing Agreement dated as of April 1, 1988, among Mid-State Trust II and Mid-State Homes, Inc., and Southeast Bank, N.A, party to the within and foregoing instruments, known to me personally to be such and the person who executed instrument on behalf of such association, and acknowledged to me that such information was his own act and deed and the act and deed of such association, that the signature herein is his own proper handwriting, that his act of executing and delivering this instrument was duly authorized and that the facts stated herein are true. Given under my hand and seal of office the day and year aforesaid.

BOOK 237 PAGE 856



NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. JAN 19, 1991
BONDED THRU GENERAL INS. 980.

Audrey C. Fetscher
Signature of Notary Public

My Commission Expires:

Return To:
Herb Clarkson
Jim Walter Homes, Inc.
P.O. BX 31601, Tampa, FL 33631-3601

RECORDING FEES

Recording Fee \$ 250
Index Fee 200
TOTAL 450

STATE OF FLORIDA,
COUNTY OF HILLSBOROUGH)

THIS IS TO CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF THE DOCUMENT ON FILE IN MY OFFICE. WITNESS MY HAND AND OFFICIAL SEAL THIS 13 DAY OF MAY, 1988.

STATE OF ALA. SHELLEY
I CERTIFY THIS
INSTRUMENT WAS FILED

RICHARD AKE, CLERK
BY: Mattie M. Martinec

89 MAY 10 AM 9:53

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

Assoc Int

