

ALABAMA
ASSIGNMENT OF MORTGAGE

THIS ASSIGNMENT OF MORTGAGE, dated October 23, 19 97, from William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust V, a business trust created under the laws of Delaware pursuant to a trust agreement dated as of February 27, 1995, and having an address of William J. Wade, c/o Richards, Layton & Finger, One Rodney Square, Wilmington, Delaware, 19890 (the "Trust" and "Assignor"), to First Union National Bank, formerly known as First Union National Bank of North Carolina, as Trustee, having an office at 200 South Biscayne Boulevard, Miami, Florida 33131 ("Assignee").

WITNESSETH:

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, as Trustee under a Variable Funding Loan Agreement dated as of March 3, 1995, (the "Loan Agreement") that certain mortgage, together with the debts thereby secured, the notes therein described, and all interest and lien of the Assignor in and to the lands and property conveyed by said mortgage without recourse; said mortgage appears of record at Book #1997, Page 32426 in the Public Records of Shelby County, Alabama.

Mortgagors: Sandra Bearden and Curtis Bearden

THIS ASSIGNMENT IS IN TRUST to said First Union National Bank, formerly known as First Union National Bank of North Carolina, as Trustee, under the Loan Agreement. Copies of the Loan Agreement are available at the corporate trust offices of First Union National Bank.

IN TESTIMONY WHEREOF, Assignor has hereunto set his hand the year and day above written. See Power of Attorney recorded at Book 1995, Page 18735, Shelby County, Alabama.

WILLIAM J. WADE, not in his individual capacity but solely as trustee of Mid-State Trust V

By: Mid-State Homes, Inc., Attorney-in-Fact

By: Bonnie Doyne

Name: Bonnie Doyne

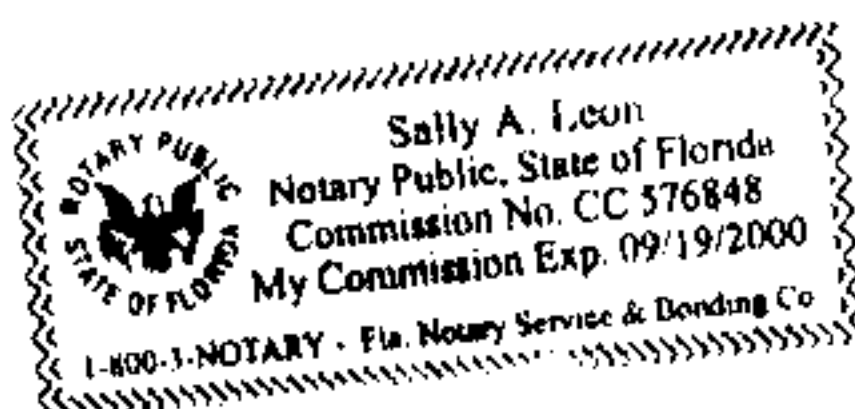
Title: Vice President

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Bonnie Doyne whose name as Vice-President of Mid-State Homes, Inc., a corporation, as Attorney-in-Fact for William J. Wade, not in his individual capacity but solely as Trustee of Mid-State Trust V, is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of this instrument, she, as such officer and with full authority, executed the same voluntarily for and as an act of said corporation, acting in its capacity as aforesaid.

Given under my hand and official seal this 23 day of October, 19 97



Sally A. Leon

NOTARY PUBLIC

Print Name:

My Commission Expires:

THIS INSTRUMENT PREPARED BY:

Thomas E. Portsmouth

Attorney at Law

P. O. Box 31601

Tampa, FL 33631-3601

TEP-B-42.V (Rev. 9/97)

AFTER RECORDING RETURN TO:

Mid-State Homes, Inc.

P. O. Box 31601

Tampa, FL 33631-3601

Attn: Bonnie Doyne

07/15/1998-26815
11:11 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MEL 8.50