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Shelby Cnty Judge of Probate,AL
04/12/2005 12:33:45PM FILED/CERT

Chris Wager #1881053200 #8002682900

ALABAMA
ASSIGNMENT OF MORTGAGE

THIS ASSIGNMENT OF MORTGAGE, dated **March 8, 2005,** from William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust VII, c/o One Rodney Square, Wilmington, Delaware, 19890 (the "Trust" and "Assignor"), a business trust created under the laws of Delaware pursuant to a trust agreement dated as of December 10, 1998, to First Union National Bank, a national banking association, as Trustee, having an office at 230 South Tryon Street, Charlotte, North Carolina 28288-1179 ("Assignee").

WITNESSETH:

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, as Trustee under an Indenture dated as of December 10, 1998, (the "Indenture") and does mortgage and grant a security interest in 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 **Instrument #20050221000082370**, Page _____, in the Public Records of **Shelby** County, Alabama.

Mortgagors: **Robert Baker and Chantell Baker**.

THIS COLLATERAL ASSIGNMENT IS IN TRUST to said First Union National Bank, as Trustee, under the Indenture for the benefit of the holders of mortgage-backed notes issued by the Trust. Copies of the Indenture 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: See attached.

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

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

By: _____
Name: **Joe Kelly**
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 **Joe Kelly**, 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 VII, 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, (s)he, 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 **8th** day of **March**, **2005**.

Sandra M Sell
My Commission DD067745
Exp. Nov. 24, 2006

NOTARY PUBLIC
Print Name:
My Commission Expires:

THIS INSTRUMENT PREPARED BY:
Jeffrey P. Thofner, Attorney at Law
P. O. Box 31601
Tampa, FL 33631-3601

AFTER RECORDING RETURN TO:
Jim Walter Homes, Inc., Attn: C. T. Witherington
P. O. Box 31601
Tampa, FL 33631-3601 TEP-B-42.VII (Rev. 6/01)

INSTR # 99044282
OR BK 09480 PG 0403
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RICHARD AKE CLERK OF COURT
HILLSBOROUGH COUNTY
DEPUTY CLERK S Spencer

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Shelby Cnty Judge of Probate,AL
04/12/2005 12:33:45PM FILED/CERT

PREPARED BY AND RETURN TO:
JEFFREY P. THOFNER, ESQUIRE
P. O. BOX 31601
TAMPA, FLORIDA 33631-3601

POWER OF ATTORNEY

This POWER OF ATTORNEY is granted to Mid-State Homes, Inc., a Florida corporation ("Mid-State") and to Jim Walter Homes, Inc., a Florida corporation ("Homes"), jointly and severally, by William J. Wade, not in his individual capacity but solely as trustee, and on behalf of Mid-State Trust VII, a business trust, created pursuant to the Trust Agreement dated December 10, 1998, as amended or supplemented (the "Trust Agreement") between Wilmington Trust Company, (not in its individual capacity but solely as the owner trustee), and Mid-State (as the grantor of the trust);

W I T N E S S E T H

WHEREAS, Mid-State Trust VII is now, and will in the future be, the holder of certain mortgages, deeds of trust, deeds to secure debt, assignment of rents and/or mortgage deeds which encumber certain real property (the "Property").

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a Power of Attorney, that Mid-State Trust VII has made, constituted and appointed, and by these presents does make, constitute and appoint, Mid-State and Homes acting either jointly or acting separately, its true and lawful Attorneys-in-Fact and its Attorney-in-Fact for it and in its name, place and stead and for its use and benefit, and with full power of substitution, to execute, acknowledge, verify, swear to, deliver, record and file, in its or its assignee's name, place and stead, all deeds, agreements for deed, foreclosure deeds, mortgages, deeds of trust, deeds to secure debt, mechanics lien contracts with power of sale, cancellations of mortgages, (together with all assignments of the foregoing instruments), releases, and satisfactions of mortgages, and/or their equivalent which related to the Property, and to take all action required of Mid-State Trust VII or which may be necessary or proper in the premises with respect to the Property.

No party relying upon any instrument executed by either Mid-State or Homes pursuant to this Power of Attorney shall be required to ascertain the power or authority of either Mid-State or Homes as agents of Mid-State Trust VII to execute any such instrument or to inquire into the satisfaction of any conditions precedent to the execution of any such instrument. This Power of Attorney shall be deemed coupled with an interest and it may not be revoked unless a revocation executed by Mid-State Trust VII and Mid-State and Homes is filed and recorded in the same official records in which this Power of Attorney has been filed and recorded.

Mid-State Trust VII does hereby ratify any and all acts performed in the name of Mid-State Trust VII and any and all documents executed in the name of Mid-State Trust VII by its Attorneys-in-Fact or its Attorney-in-Fact prior to the date hereof and subsequent to December 10, 1998 and acknowledges that any and all such acts or documents were fully authorized by Mid-State Trust VII and Mid-State Trust VII will not question the sufficiency of any instrument executed by said Attorneys-in-Fact or Attorney-in-Fact pursuant to either the attached Power of Attorney or this Power of Attorney,

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notwithstanding that the instrument fails to recite the consideration therefor or recites merely a nominal consideration; any person dealing with the subject matter of such instrument may do so as if full consideration therefor had been expressed herein.

IN WITNESS WHEREOF, the undersigned Mid-State Trust VII has caused these presents to be executed this 13th day of January, 1999.

(Corporate Seal)

MID-STATE TRUST VII

Witness
Print Name: Jeffrey P. Thofner

By:
William J. Wade, not in his individual capacity, but solely as trustee of, and on behalf of Mid-State Trust VII

Witness
Print Name: Vivian Hutcheson

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 13th day of January, 1999, by William J. Wade, as Trustee for Mid-State Trust VII, under the Trust Agreement dated December 10, 1998, as amended or supplemented, acknowledged before me on this date that, being informed of the contents of this instrument, he, as such officer, and with full authority, executed the same voluntarily for and as an act of said association, acting in its capacity as aforesaid, and is personally known to me and who did not take an oath.

NOTARY PUBLIC STATE OF FLORIDA
GINA M ESTEVEZ
My Commission CC500239
Expires Oct. 09, 1999

Notary Public: Gina M. Estevez
My Commission Expires: 10/9/99