

ALABAMA

ASSIGNMENT OF MORTGAGES

Southeast Bank, N.A., as Trustee to Mid-State Homes, Inc.

FOR VALUE RECEIVED, the undersigned, Southeast Bank, N.A., a national banking association having an office at 200 South Biscayne Boulevard, Miami, Florida 33131 ("Assignor"), as trustee for the benefit of Manufacturers Hanover Trust Company and Bankers Trust Company as Agents under each of the Credit Agreements (the "Credit Agreement") dated as of September 10, 1987 and the Working Capital Agreement (the "Working Capital Agreement") dated as of December 29, 1987 and each of the banking institutions party to the Credit Agreement or the Working Capital Agreement, does grant, bargain, sell, assign, transfer and set over unto Mid-State Homes, Inc., a Florida corporation ("Assignee"), its successors and assigns, and does hereby release any security interest of Assignor in, those certain mortgages, together with the debts thereby secured, the notes therein described and all interest of the undersigned in and to the lands and property conveyed by said mortgages, without recourse, that appear of record in the office of the Judge of Probate of SHELBY County, Alabama and are more fully described in the document marked Exhibit A, attached hereto, incorporated herein and made a part hereof.

TO HAVE AND TO HOLD unto the said Assignee, its successors and assigns, FOREVER.

IN WITNESS WHEREOF, the undersigned Assignor has caused these presents to be executed by causing its corporate name to be signed and its corporate seal affixed hereto David L. Miller as its Vice-President and by causing B. J. Shrauger as its Trust Assistant to attest the seal, both of said officers being thereunto duly authorized, all as of this day 19th of April, 1988.

SOUTHEAST BANK, N.A.,
as Trustee

By David L. Miller
David L. Miller
Vice-President

(Corporate Seal)

ATTEST:

By B. J. Shrauger
B. J. Shrauger
Trust Assistant

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, the undersigned authority, a Notary Public in and for said State at Large, hereby certify that David L. Miller and B. J. Shrauger, whose names as Vice-President and Trust Assistant, respectively, of Southeast Bank, N.A., a national banking association, are signed to the foregoing instrument, and who are known to me, acknowledged before me on this day that, being informed of the contents of this instrument, they, as such officers and with full authority, executed the same voluntarily for and as the act of said association.

Given under my hand and official seal this 19th day of April 1988

Notary Public

My Commission Expires:

Notary Public State of Florida at Large
My Commission Expires Feb. 12, 1989

This instrument prepared by:

Kutak Rock & Campbell
The Omaha Building
1650 Farnam Street
Omaha, NE 68102
TEP-M-2

After recording return to:
Southeast Bank, N.A.
c/o Jim Walter Corporation
Two East
1500 N. Dale Mabry Hwy.
Tampa, FL 33607
Attn: B. J. Shrauger

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JIM WALTER HOMES, INC. OR MID-STATE HOMES INC. IS ORIGINAL MORTGAGEE ON ALL MORTGAGES LISTED HEREFTER.

STATE OF ALABAMA
COUNTY OF SHELBY

ACCT NC.

OBLIGOR(S)

ORIG BAL. DEED BOOK

PAGE

285701	WHITE CHARLOTTE	12,523.00	334	150
320525	ROSS GLADYS D	19,350.00	381	526
363214	BAILEY JIMMY W	17,568.00	375	891
365249	BOOTH FLOYD EDM	22,579.20	392	674-675-670-671
365566	SEALE CLARENCE JR	27,648.00	402	147
381798	COCHRAN JERRY	43,308.00	354	843
390143	SEAY LELIA M	38,383.20	401	225-26
391300	WILLIAMS ROBERT L	26,568.00	366	762-63
395829	BLAKE DAVID	49,122.00	374	476
400244	KIRKSEY FRANKLIN L	32,292.00	368	894
400540	DOAKS LEON	48,664.80	372	380
400734	BRASHER RICKY J	32,637.60	378	340
401162	NORMOOD JOHNNY M	34,380.00	382	127
401388	WALLACE FELTON	28,836.00	382	991
401781	PICKETT ROY WAYNE	26,298.00	383	803
421000	GENRY PHILLIP B	34,182.00	384	767
421917	LITTLEFIELD JAMES M	49,752.00	387	765
421919	WEIDEMANN MARK A	32,364.00	387	422
422445	KNAPP KENNETH D	39,366.00	387	591
422573	WELDON BILLY RAY	26,874.00	389	513
422574	FLETCHER JIMMY	31,014.00	389	58
423202	COHILL L J	34,398.00	390	206
423799	HILYER SHERIL	55,332.00	389	515-516
423957	BROCK ROBERT JOE	36,990.00	390	798
424145	MENTZER DIANA H	32,850.00	392	246

JIM WALTER HOMES, INC. DR MID-STATE HOMES INC. IS ORIGINAL MORTGAGEE ON ALL MORTGAGES LISTED HEREFTER.

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425726	LUCAS BOBBY JOE	LUCAS CAROLYN SUE	34,794.00	393	793
426099	THOMPSON STEPHEN A	THOMPSON JEANETTE	30,546.00	394	601
426220	VINING KENNETH E	VINING PAULA S	23,760.00	395	592-593
426624	WOLFE WILLIAM A	WOLFE DEBORAH	35,496.00	396	70
426829	JONES PAT		30,780.00	396	168
427014	BELL MALES WALLACE	BELL SARA	30,492.00	396	159
427212	HARDY WILLIAM A	HARDY MYRA N	30,024.00	397	103
427329	GREEN FREDDIE JR	GREEN NANCY	40,536.00	396	712
427898	HARDY FRANCES C		28,098.00	398	378
28665	CARR TERRELL	CARR JUDY S	45,450.00	399	319-320
30296	BILLINGS WILLIAM	BILLINGS SANDRA	41,148.00	401	943
430526	MARLER KAREN M	MARLER RICHARD	33,552.00	402	889
430528	MARTIN BILLY J	MARTIN SARAH	25,884.00	398	646
430888	LAWLEY JAMES A	LAWLEY HELEN F	47,344.00	403	832-833
431275	MITCHELL CHARLES E	MITCHELL GEORGIA L	50,040.00	401	515-516
431434	MADISON JERRY L	MADISON SOLDINE	33,552.00	402	312
431623	LOWERY RICHARD K	LOWERY SARAH L	33,552.00	403	34
434202	HOWARD LAWRENCE	HOWARD JOHNEE KATHALEEN	24,374.40	411	360.61
440000	ALEXANDER MARION T	ALEXANDER SHEILA	25,902.00	403	638
440116	PRESLEY RONALD K	PRESLEY BRENDA	26,064.00	404	609
441502	BASS ROGER DALE SR	BASS KATHERINE	52,452.00	408	964
447797	HOLDSWACK JOEY M	HOLDSWACK MELAN L	51,354.00	011	688
448365	BROWN BRADFORD P	BROWN FLORA RUTH	63,414.00	056	913
448393	CULBERSON CLIFF B	CULBERSON LINDA C	72,234.00	061	726
448795	JORDAN C CLIFFORD	JORDAN DONNA	32,904.00	100	605-606

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448896	FCE NORMAN N JR	PDE JACQUELINE J	54,558.00	134	189190
450791	JORDAN LOUIE	JORDAN DEBRA	54,777.60	391	477-78
452057	LYKES SAMUEL L	LYKES DOROTHY RUTH	54,604.80	394	603
453065	SMITHERMAN V E	SMITHERMAN DELORES	66,290.40	400	148
453315	GRIFFITH ALTON C	GRIFFITH IRENE S	91,281.60	402	424
455108	BEARDEN PAUL	BEARDEN JANICE J	35,726.40	404	742
455437	SMITH ROLAND H SR		51,451.20	404	739-740
457004	MARTIN PAUL L	MARTIN DENISE	39,852.00	409	392/393
457872	MARTIN RONNIE	MARTIN FRANKIE	39,441.60	410	948
457975	ROPER ANITA	ROPER ANITA	77,760.00	410	946
459734	MILLER MARK J JR	MILLER JOYCE M	42,789.60	414	643-644
460146	SIMS DONALD A	SIMS TERESA A	59,076.00	415	939
460763	WILLIAMS JOHNNY D	WILLIAMS CYNTHIA	91,627.20	416	565
465515	LACEY GEORGE JR	LACEY JOYCE	32,896.80	434	491-492
466660	SMITH LAVERN	SMITH JOAN L	29,505.60	006	743
466931	ADAMAY BUDDY G	ADAMAY JOYCE CHRISTINE	33,782.40	023	353
466998	PEARSON PHILLIP	PEARSON PATRICIA	37,324.80	025	237
468137	EDWARDS CECIL D	EDWARDS RENEA	38,772.00	142	485 86
480949	WALKER MILLIE	WALKER JULIA A	62,352.00	411	841-42
481032	BRASHER RONALD D	BRASHER DONNA L	80,928.00	412	438
481033	MASON JAMES D	MASON SARAH	82,344.00	412	468
482049	HALL JIMMY		59,976.00	415	685-686
482645	ABRAM EVERETT B	ABRAM VIRGINIA A	84,744.00	417	796
483092	LACEY HARRY D	LACY DIANNE	70,344.00	418	581-82
483837	JOHNSON WILL	JOHNSON HELEN R.	73,532.00	419	93

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484556	MCNABB TOMMY	MCNABB SHARON	90,048.00	419	916
484720	LEE ROBERT JR	LEE SHARA	55,680.00	419	888
484930	FREEMAN NICKIE C	FREEMAN LINDA GAIL	87,072.00	420	763/64
485383	SHELTON JACK L	SHELTON KATHLEEN	59,904.00	421	353
485913	TODD TRAVIS R SR	TODD JERUSHA SHELBY	54,528.00	423	305
485914	TODD TRAVIS RAY JR	TODD SUSAN M	57,744.00	423	9
486147	PARSCNS JAMES W		48,864.00	421	41
486177	STAFFORD BRUCE N	STAFFORD DONNA H	106,056.00	423	12
486600	BOOTH GERALD W		51,936.00	422	827
86665	PHILLIPS PAUL	PHILLIPS PAMELA J	83,928.00	422	718
86942	CAVIS SHANNON		58,752.00	423	819
488861	HOLCOMBE DAVID L	HOLCOMBE MARY K	57,240.00	430	826
490532	FOX CHARLES A	FOX BARBARA K	59,760.00	430	820
491305	WILLIAMS HERMAN J	MOORE LOTTIE D	61,968.00	434	820
491736	BROWER DALE LERCY	BROWER SANDRA B	67,176.00	437	201
491816	MORRIS GRACE T		86,616.00	436	423
491956	PATTERSON JOHN WILLIE	PATTERSON EDDIE MAE	48,816.00	436	833-834
492175	WEBSTER RUSSELL C	WEBSTER SUSAN T	79,944.00	438	860
492509	SCOGGINS JOHNNY WAYNE	SCOGGINS PATRICIA ANN	102,120.00	438	30
493905	BOYD CHARLES	FLOYCE BOYD	59,304.00	443	297
94275	THOMAS BUSTER RAY	THOMAS CHARLOTTE D	63,216.00	446	527
94832	MCGRAW JOHN L	MCGRAW, JANICE	88,200.00	446	586
495020	DURRETT RANDALL E	DURRETT SHEALA D	61,728.00	451	587
495302	GLASS EFFIE	GLASS LOUISE	64,248.00	443	346
495864	CHANNELL RANDY L	CHANNELL DONNA	73,632.00	452	946

178 300 181 3000

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496034	MOORE COLEMAN JR	MOORE CURLIE	61,512.00	451	758
496649	BAREFIELD DON WAYNE	BAREFIELD SHARON E	82,272.00	452	202/203
496671	INGRAM BEN M	INGRAM DEBBIE B	101,880.00	452	488/489
496687	MCGINNIS TERRELL	MCGINNIS CLEMENTINE	73,848.00	452	948/949
497660	KIZZIAH DENNIS E		55,728.00	437	199
497795	PATTERSON JIMMIE LEE	PATTERSON FLORENCE LOLLAR	53,904.00	004	695
498207	MCGALGHY DOUG		64,248.00	001	77
498754	DRIVER JAMES RUSSELL	DRIVER BETTY ANN	52,104.00	015	524
499439	PURCELL PATRICK E	PURCELL JEANNE C	80,352.00	009	292
499522	STANION REBECCA M		75,264.00	015	504
499539	BENTLEY JIMMIE O	BENTLEY LURENE T	63,192.00	018	270
499726	WILLIAMS DANIEL E	WILLIAMS SANDRA D	79,704.00	023	932
499747	CARTER JOHN M	CARTER GERALDINE	50,664.00	026	102
500836	ADAMS RICHARD	ADAMS PAULINE	51,048.00	025	232
503044	ROLAND BILLY C	ROLAND PAMELA J	78,672.00	039	44
503815	HARRIS TOMMY M	HARRIS CAMMIE	91,776.00	046	615
503921	HALE JACK H	HALE JOHNNIE M	91,248.00	045	287
504724	LEE JOSHUA		38,592.00	063	491
506222	VIOT LINDA G		57,936.00	59	998
506434	LUCAS LARRY M	LUCAS EDDIE	59,880.00	67	809
507925	HODGENS ROBERT J		69,456.00	078	539
508142	BILLINGS BOBBY M	BILLINGS BOBBY	66,192.00	088	552
510240	AL-LAMI FADHIL OR		67,932.00	115	113-114
510851	RUSTON RICKY P	RUSTON MARGARET M	56,640.00	122	125
511759	MCCDRUFF JAMES F	MCCDRUFF FRANKIE M.	106,728.00	131	324/25

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511979	ABBOTT WILLIAM G	ABBOTT PATRICIA	106,512.00	131	329-331
512197	ELLINGS ANNETTE		58,296.00	141	264 265
512406	HUDSON MILLIGAN R	HUDSON MARY NELL	74,376.00	094	265-66
512688	LORIND C PATRICK	LORIND DEBRA	113,352.00	131	356
512727	SULLIVAN THOMAS		59,448.00	142	358
512808	HYDE EDDIE	HYDE ANGELA	67,344.00	150	18-20
512927	BLAKENSHIP H WAYNE	BLAKENSHIP TAMMY L	83,760.00	142	496
513231	SIMPSON THERON S	SIMPSON CYNTHIA	59,712.00	139	39-40
513641	POOLE VERNON N	POOLE GERLDINE	77,040.00	154	964-66
00409	BROWN FANNIE MAE	BROWN FRANK	9,340.00	428	346
00834	CORY AMOS M JR		17,328.00	433	182
801033	BROWN JOHNNY L	BROWN ELIZABETH R	20,980.80	440	985
801860	HAYNES ROBERT E SR	HAYNES CARRIE M	20,448.00	118	877
820723	COX BETTY JOE		21,362.00	442	527-28
821498	MCKEE JAMES CARL	MCKEE KATHY	19,422.00	442	339
850307	STEVE PEGUES		33,855.00	440	485
851396	ROSS LOIS R		48,751.20	424	438
851738	GEORGE JOE	GEORGE BETTY	54,194.40	432	785
851915	CLARK JESSIE WAYNE	CLARK ESTER DIANE	22,658.40	437	502
852019	MCCAY RICKY J	MCCAY CATHY D	32,378.40	439	241
852358	ROBERTSON CARL E	ROBERTSON JOYCE D	46,764.00	450	768
852888	STANFORD WM C SR	STANFORD SHARON L	39,938.40	031	299
853911	MARTIN JOE J	MARTIN JANET	42,120.00	118	880
854236	SPENCE BERNICE J		28,058.40	145	94
860937	BRADLEY JOHN F	BRADLEY MARTHA ANNE	67,728.00	443	240

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EXHIBIT A

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862674 MOORE CCMILLIGUS

MOORE JANICE

STATE OF ALA. SHELBY
I CERTIFY THIS
INSTRUMENT WAS FILED

88 JUN -6 AM 8:14

Thomas A. Snowden, Jr.
JUDGE OF PROBATE

RECORDING FEES

Recording Fee \$ 20.00

Index Fee 151.00

TOTAL 171.00

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