

Return to:

R. A. HERTZ, ATTY.
P. O. BOX 130249
BIRMINGHAM, AL 35213

ALABAMA

ASSIGNMENT OF CORPORATE MORTGAGE

THIS ASSIGNMENT OF CORPORATE MORTGAGE, dated December 19, 19 89, from Southeast Bank, N.A., a national banking association, as Trustee under an Indenture dated as of April 1, 1988 ("Assignor"), to William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust II ("Assignee"), a common law business trust created under the laws of Delaware pursuant to a trust agreement dated as of March 28, 1988, with an address of c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890.

W I T N E S S E T H :

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, that certain mortgage, 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 mortgage without recourse; said mortgage appears of record at Book 078, Page 345-346 in the Public Records of Shelby County, Alabama.

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

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed on the day and year first above written.

SOUTHEAST BANK, N.A., Trustee
By: Mid-State Homes, Inc., its
Attorney-in-Fact

By: [Signature]
Name: Becky L. Mook
Title: Vice-President

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Becky L. Mook whose name as Vice-President of Mid-State Homes, Inc., a corporation, as Attorney-in-Fact for Southeast Bank, N.A., Trustee, 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, 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 19th day of December, 1989.

[Signature]
NOTARY PUBLIC, Sylvia Smith

My Commission Expires NOTARY PUBLIC, STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES DEC. 04, 1992
BONDED THRU AGENT'S NOTARY BROKERAGE

THIS INSTRUMENT PREPARED BY:
Thomas E. Portsmouth, Attorney at Law
P. O. Box 31601
Tampa, FL 33631-3601

After recording return to:
Jim Walter Homes, Inc.
P. O. Box 31601
Tampa, FL 33631-3601
Attn: H. R. Clarkson

TEP-L-56

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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.

SOUTHEAST BANK, N.A., as Trustee

By: David D. Wells Vice President

RICHARD AKE
CLERK OF CIRCUIT COURT
HILLSBOROUGH COUNTY

STATE OF FLORIDA

COUNTY OF DADE

BOOK 296 PAGE 88

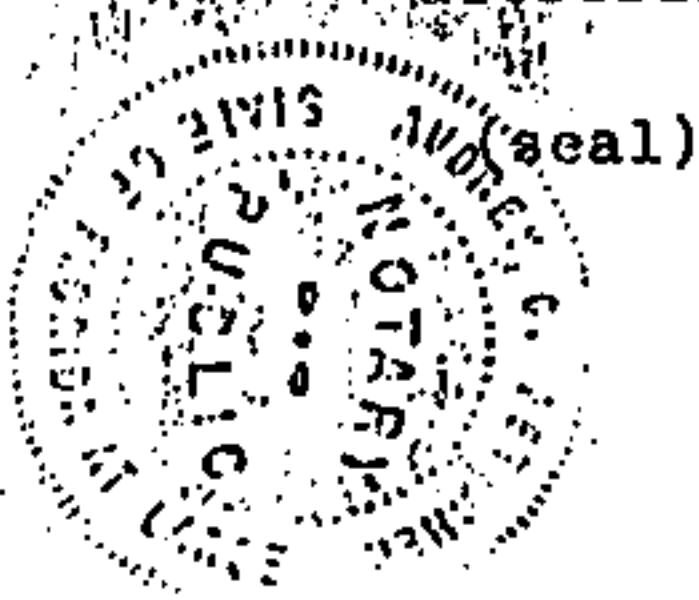
Be it remembered that on this 13 day of May, 1988, A.D. personally came before me, a Notary Public in and for the State duly commissioned and sworn, the undersigned, of Southeast Bank, N.A., as Trustee under an Indenture dated as of April 1, 1988, between Mid-State Trust II and Southeast Bank N.A., and 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.

Cudrey C. Fetscher
Signature of Notary Public

My Commission Expires:

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

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



1. Deed Tax	\$
2. Misc. Tax	\$
3. Recording Fee	\$ 3.00
4. Notary Fee	\$ 2.00
5. ...	\$
6. ...	\$ 1.00
Total	\$ 9.00

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 ... DAY OF ...

RICHARD AKE, CLERK
BY: Matthew ... D.C.



STATE OF ALA. SHIRLEY G.
I CERTIFY THIS
INSTRUMENT WAS FILED
90 JUN 15 AM 10:29

1988 MAY 24 PM 3:06

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