

Reserved for Clerk

*Shelby*

County, Alabama

After Recording Return to:

Carol Monies  
First Union National Bank of Florida  
Trust Custody Department  
c/o Walter Industries, Inc.  
1500 North Dale Mabry Highway  
Tampa, Florida 33607

ASSIGNOR: Southeast Bank,  
National Association,  
Trustee, By and  
Through its Receiver  
Federal Deposit  
Insurance Corporation

ASSIGNEE: First Union National  
Bank of Florida,  
Trustee

Prepared By:

Thomas E. Portsmouth, Esquire  
1500 North Dale Mabry Highway  
Tampa, Florida 33607

ASSIGNMENT OF LIEN INTEREST IN MORTGAGES

THIS ASSIGNMENT OF LIEN INTEREST IN MORTGAGES (this "Assignment") is made as of this 26th day of May, 1993, by FEDERAL DEPOSIT INSURANCE CORPORATION, a corporation created under the laws of the United States of America, AS RECEIVER OF SOUTHEAST BANK, NATIONAL ASSOCIATION, (the "Assignor") as TRUSTEE under the Indenture (the "Indenture"), dated as of April 1, 1988 executed by Mid-State Trust II, a Delaware common law business trust (the "Issuer"), and Southeast Bank, National Association, Trustee, to FIRST UNION NATIONAL BANK OF FLORIDA, as Trustee under the Indenture with corporate trust offices at 1500 North Dale Mabry Highway, Tampa, Florida (the "Assignee").

WHEREAS, the Issuer assigned certain mortgages, together with the debts thereby secured, the notes therein described, and all of the interests of the Issuer in and to the lands and property conveyed by said mortgages (such mortgages, debts, notes and interests together with the descriptions of the lands and property described in such mortgages, which such descriptions are incorporated herein by reference, being hereinafter referred to as the "Collateral"), as collateral security to Southeast Bank, National Association, Trustee under the Indenture, pursuant to various assignments of mortgages, (said assignments of mortgages

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being collectively referred to herein as the "Southeast Assignments"); and

WHEREAS, Southeast Bank, National Association ("Southeast") has been declared insolvent and Federal Deposit Insurance Corporation, a corporation created under the laws of the United States of America (the "FDIC"), has been appointed as the receiver of Southeast pursuant to that certain Order, dated September 19, 1991, issued by the Office of the Comptroller of the Currency of the United States of America, a copy of which is attached hereto as Exhibit A and by reference herein made a part of this Assignment; and

WHEREAS, pursuant to the Indenture and that certain Assistance Agreement, dated as of September 19, 1991 ("Assistance Agreement"), among the FDIC, the Assignor, and First Union National Bank of Florida ("First Union"), First Union succeeded Southeast as the Trustee under the Indenture; and

WHEREAS, the parties hereto desire to give record notice of the transfer of the Assignor's interest in the Collateral to the Assignee and the succession of the Assignee to the trusteeship under the Indenture pursuant to the Indenture and the Assistance Agreement;

WITNESSETH:

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Assignor as Trustee under the Indenture, does hereby grant, bargain, sell, convey, deliver, assign, transfer, and set over unto Assignee, its successors and assigns, all of the right, title and interest of Assignor as Trustee under the Indenture, in and to the Collateral, including, without limitation, the mortgages described on Exhibit B attached hereto and incorporated herein by reference (which exhibit sets forth the names of the mortgagors and the official record book and page numbers of the mortgages that have not been satisfied or otherwise cancelled of record and that were assigned by the Southeast Assignments), together with the debts thereby secured, the notes described therein, and all interests in and to the lands

and property conveyed by said mortgages, to be held by Assignee as the successor Trustee under the Indenture and in accordance with the same terms and conditions set forth in the Southeast Assignments.

TO HAVE AND TO HOLD the aforesaid property and all privileges and appurtenances thereto belonging to the Assignee in accordance with the terms of the Indenture.

THE COLLATERAL TRANSFERRED HEREUNDER IS DONE SO AS IS, WHERE IS, WITHOUT RECOURSE AND WITHOUT ANY WARRANTIES, EXPRESSED OR IMPLIED, WHATSOEVER.

IN WITNESS WHEREOF, Assignor, as Trustee under the Indenture, has caused this Assignment to be executed under seal in its name by a duly authorized officer of its attorney-in-fact thereunto duly authorized pursuant to a power of attorney, the original or a certified copy of which has been recorded in the public records of the county where this Assignment is recorded and said power of attorney is incorporated herein by reference.

ASSIGNOR:

FEDERAL DEPOSIT INSURANCE  
CORPORATION AS RECEIVER OF  
SOUTHEAST BANK, NATIONAL  
ASSOCIATION, TRUSTEE,  
WITHOUT WARRANTY AND WITHOUT  
RECOURSE

SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

BY: Gracie Monte

PRINT NAME: Gracie Monte

BY: Betty Hart

PRINT NAME: Betty Hart

BY: FIRST UNION NATIONAL BANK  
OF FLORIDA

ITS: ATTORNEY-IN-FACT

BY: Karen Reed (SEAL)

ITS: Vice President

PRINT NAME: Karen Reed

[CORPORATE SEAL]

STATE OF FLORIDA                     )  
COUNTY OF HILLSBOROUGH         )

I, the undersigned authority, a Notary Public in and for said State at Large, hereby certify that Karen Reed, whose name as Vice President of First Union National Bank of Florida, a national banking association (in its capacity as attorney-in-fact for the Federal Deposit Insurance Corporation, a corporation created under the laws of the United States, as Receiver of Southeast Bank, National Association, Trustee, pursuant to a power of attorney, an original or certified copy of which has been previously recorded in the public records of this county), 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, with full authority, executed the same voluntarily on the day and the same bears date for and as an act of said corporation in the capacity aforesaid.

Given under my hand and official seal this the 26th day of May, 1993.

Sally A. Leon  
Notary Public, Sally A. Leon

My Commission Expires:

September 19, 1996

(Seal)



OFFICIAL SEAL  
SALLY A. LEON  
My Commission Expires  
Sept. 19, 1996  
Comm. No. CC 223308

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EXHIBIT A

OFF. 15238W 204  
REC.

UNITED STATES OF AMERICA  
OFFICE OF THE COMPTROLLER OF THE CURRENCY  
WASHINGTON, D.C.

Declaration of Insolvency and Appointment of Receiver

Southeast Bank, National Association  
Miami, Florida  
(Charter Number 15638)

WHEREAS, from information available to the Office of the Comptroller of the Currency, I have determined that the above captioned bank ("Bank") is insolvent and unable to meet the demands of its depositors and unable to pay its debts; and

WHEREAS, after due examination of the affairs of the Bank, I have determined that the Federal Deposit Insurance Corporation should be appointed receiver of the Bank;

NOW THEREFORE, pursuant to the provisions of 12 U.S.C. §§ 191 and 1821(c) and the power, duty, and authority vested in me by law, I do hereby appoint the Federal Deposit Insurance Corporation as Receiver of the Bank, with all powers, duties, and responsibilities given to or imposed upon a Receiver under the provisions of the laws of the United States which authorize and direct the appointment of such Receiver.



Stephen R. Steinbrink  
Senior Deputy Comptroller  
for Bank Supervision Operations

Dated: September 19, 1991



OFF. 152384 205  
REC.

**CERTIFICATE**

**Southeast Bank, National Association  
Miami, Florida  
(Charter Number 15638)**

I hereby certify that in my official capacity I have custody of the records of the Office of the Comptroller of the Currency, including those pertaining to the above captioned bank ("Bank"), in receivership; and that annexed hereto is a true copy of the determination that the Bank is insolvent and the appointment of the Federal Deposit Insurance Corporation as receiver, all pursuant to 12 U.S.C. §§ 191 and 1821(c).



Stephen R. Steinbrink  
Senior Deputy Comptroller  
for Bank Supervision Operations

Dated: September 19, 1991



THE MORE PARTICIPATES DESCRIBED IN THE FOREGOING ASSIGNMENT ARE DESCRIBED MORE PARTICULARLY IN THE FOLLOWING LIST WHICH SETS FORTH THE NAMES OF THE PARTICIPATORS UNDER SUCH MORTGAGES (THE LAST NAME OF EACH SUCH MORTGAGOR APPEARING FIRST) AND THE ORIGINAL PRINCIPAL BALANCE OF THE PROMISSORY NOTE SECURED THEREBY AND THE ORIGINAL BOOK AND PAGE NUMBER OF THE PUBLIC RECORDS OF THE COUNTY AND STATE LISTED BELOW, WHERE SUCH INSTRUMENTS ARE RECORDED.

STATE OF : ALABAMA  
COUNTY OF : SHELBY

ACCT NO. OBLIGOR(S)

DEED BOOK

PAGE

ORIG BAL.

447797	HOLSOMBACK JOEY M L	011	637	51,354.00
448795	JORDAN C CLIFFORD	100	605-606	32,904.00
452057	LYKES SAMUEL L RUTH	394	603	54,604.80
453315	GRIFFITH ALTON C	402	424	91,281.60
455100	BEARDEN PAUL J	404	742	35,726.40
455437	SMITH ROLAND H SR	404	739-740	51,451.20
457004	MARTIN PAUL L	409	392-393	39,852.00
457072	MARTIN DENISE	410	948	39,441.60
457975	ROPER ANITA	410	946	77,760.00
459734	MILLER MARK J JR	414	643-644	42,789.60
460146	SIMS DONALD A	415	939	59,076.00
460763	WILLIAMS JOHNNY D	416	565	91,627.20
465515	LACEY GEORGE JR	434	491-492	32,896.80
460660	SMITH LAVERN L	006	743	29,505.60

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