

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. REC. 152384 204

**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. 15238 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 MORTGAGES DESCRIBED IN THE FOREGOING ASSIGNMENT ARE DESCRIBED MORE PARTICULARLY IN THE FOLLOWING LIST WHICH SETS FORTH THE NAMES OF THE MORTGAGORS 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 ORIGIN, BOOK AND PAGE NUMBER OF THE PUBLIC RECORDS OF THE COUNTY AND THE STATE LISTED BELOW, WHERE SUCH INSTRUMENTS ARE RECORDED.

STATE OF : ALABAMA
COUNTY OF : SHELBY

ACCT NO.	OBLIGOR(S)	DEED BOOK	PAGE	ORIG BAL.
466931	ADAMWAY BUDDY GEORGE ADAMWAY JOYCE CHRISTINE	023	353	33,782.40
466998	PEARSON PHILLIP PEARSON PATRICIA A	025	236	37,324.80
468137	EDWARDS CECIL D EDWARDS KENEA	142	435-86	58,772.00
480949	WALKER WILLIE WALKER JULIA A	411	841-42	62,352.00
481032	BRASHER RONALD D BRASHER DONNA L	412	438	80,928.00
481033	MASON JAMES D MASON SARAH	412	468	82,344.00
482049	HALL JIMMY	415	685-686	59,976.00
482045	ABRAM EVERETT B ABRAM VIRGINIA A	417	796	84,744.00
483092	LACEY HARRY D LACEY DIANNE	418	581-82	70,344.00
483837	JOHNSON WILL JOHNSON HELEN R	419	93	73,632.00
484720	LEE ROBERT JR LEE SHARA	419	888	55,680.00
484930	FREEMAN NICKIE C FREEMAN LINDA GAIL	420	763-64	87,072.00
485383	SHELTON JACK L SHELTON KATHLEEN	421	353	59,904.00
485913	TODD TRAVIS R SR TODD JERUSHA SHELBY	423	305	54,528.00

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