

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 MORTGAGES

THIS ASSIGNMENT OF MORTGAGES (this "Assignment") is made as of the 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, TRUSTEE (the "Assignor"), to FIRST UNION NATIONAL BANK OF FLORIDA, as successor 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, with corporate trust offices at 1500 North Dale Mabry Highway, Tampa, Florida (the "Assignee").

WHEREAS, the Issuer granted to Southeast Bank, National Association ("Southeast") a mortgage lien upon and security interest in certain land, improvements thereon and appurtenances thereto pursuant to those certain mortgages described on Exhibit A attached hereto and incorporated herein by reference (such mortgages and the descriptions of the land, improvements and appurtenances thereto as described in such mortgages being incorporated herein by reference and hereinafter referred to as the

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"Mortgages") as security for the payment of the obligation and indebtedness described in the Indenture; and

WHEREAS, 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 B; 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 Mortgages in connection with the Assistance Agreement 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 does hereby grant, bargain, sell, convey, deliver, assign, transfer, and set over unto Assignee, its successors and assigns, the Mortgages described on Exhibit A, (excluding however, those Mortgages that have been fully satisfied, released, terminated, discharged, extinguished or otherwise cancelled of record), together with the debts thereby secured, and all interests in and to the lands and property conveyed by the Mortgages, to be held by Assignee as the successor Trustee under the Indenture in accordance with the same terms and conditions as set forth in the Mortgages and all right, title, and interest of the Assignor in the real property described in the Mortgages.

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

IN WITNESS WHEREOF, Assignor 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.

SIGNED, SEALED AND DELIVERED  
IN THE PRESENCE OF:

BY: Gracie Monte

PRINT NAME: Gracie Monte

BY: Betty Hart

PRINT NAME: Betty Hart

ASSIGNOR:

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

BY: FIRST UNION NATIONAL BANK  
OF FLORIDA

ITS: ATTORNEY-IN-FACT

BY: Sheila S. Papelbon (SEAL)

ITS: Vice President

PRINT NAME: Sheila S. Papelbon

[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 Sheila S. Papelbon, 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.

  
Notary Public, Sophia D. Metosh

My Commission Expires:

January 13, 1997

(Seal)



OFFICIAL SEAL  
SOPHIA D. METOSH  
My Commission Expires  
Jan. 13, 1997  
Comm. No. CC 252930

SF100024

EXHIBIT B

OFF. 152386 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



DEF. 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



STATE:  
ALABAMA  
COUNTY:  
SHELBY

EXHIBIT A

THE MORTGAGES DESCRIBED IN THE FOREGOING ASSIGNMENT ARE DESCRIBED MORE PARTICULARLY IN THE FOLLOWING LIST WHICH SETS FORTH THE OF BOOK AND PAGE NUMBER(S) OF THE PUBLIC RECORDS OF THE COUNTY AND STATE LISTED BELOW WHERE SUCH MORTGAGES ARE RECORDED.

BOOK NUMBER	PAGE NUMBER
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187

860-863A

*Mid State Trust, II to Southeast Bank N A*

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SHELBY COUNTY JUDGE OF PROBATE

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