

ALABAMA**ASSIGNMENT OF MORTGAGE**

FOR VALUE RECEIVED, the undersigned, Jim Walter Homes, Inc. ("Assignor"), a Florida corporation, does grant, bargain, sell, assign, transfer and set over unto Mid-State Homes, Inc. ("Assignee"), a Florida corporation with an address of 1500 North Dale Mabry Highway, Tampa, Florida 33607, its successors and assigns, without recourse, that certain mortgage from Andy C. Walton Jr and Linda A. Walton in favor of Assignor, in the original amount of \$ 212,580.00, dated September 12, 1996, together with the debt thereby secured, the note therein described and all of the interest of the undersigned in and to the land and property conveyed by said mortgage, without recourse, which appears of record in Deed Book 1996-, Page 33822 in the office of the Judge of Probate of Shelby County, Alabama.

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 by Ronald K. Achille as its Vice-President and by causing S. L. Russell as its Secretary to attest the seal, both of said officers being thereunto duly authorized, all as of this 27 day of December, 1996.

JIM WALTER HOMES, INC.

(Corporate Seal)

By: [Signature]
Name: Ronald K. Achille
Title: Vice President

ATTEST:

By: [Signature]
Name: S. L. Russell
Title: Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

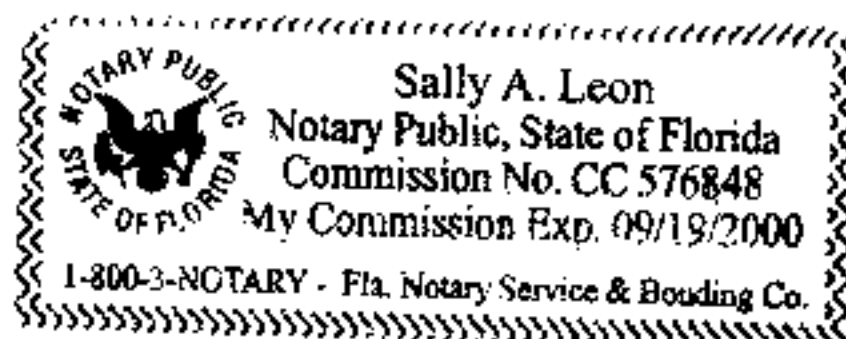
01/28/1997-02802
11:11 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
001 MEL 8.50

I, the undersigned authority, a Notary Public in and for said State at Large, hereby certify that Ronald K. Achille and S. L. Russell, whose names as Vice-President and Secretary, respectively, of Jim Walter Homes, Inc., a corporation, 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 corporation.

Given under my hand and official seal this 27 day of December, 1996

[Signature]
Notary Public

My Commission Expires:



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

AFTER RECORDING RETURN TO:
Mid-State Homes, Inc.
P. O. Box 31601
Tampa, FL 33631-3601