

ALABAMA
ASSIGNMENT OF MORTGAGES

- (3) William J. Wade, as trustee of Mid-State Trust VI, a business trust, to First Union National Bank, formerly known as First Union National Bank of North Carolina, as Indenture Trustee

FOR VALUE RECEIVED, the undersigned, William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust VI, a business trust created under the laws of Delaware pursuant to a Trust Agreement dated as of March 1, 1997, whose address is c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, does grant, bargain, sell, assign, transfer and set over unto First Union National Bank, formerly known as First Union National Bank of North Carolina, with corporate trust offices at 200 South Biscayne Boulevard, Miami, Florida 33131, its successors and assigns, as Indenture Trustee under an Indenture dated June 11, 1997 (the "Indenture") and does mortgage and grant a security interest in those certain mortgages, together with the debts thereby secured, the notes therein described, and all of the interest of the undersigned in and to the lands and property conveyed by said mortgages which appear of record in the office of the Judge of Probate of Shelby County, Alabama, and are more fully described in the document marked Exhibit A, attached hereto, incorporated herein and made a part hereof.

THIS ASSIGNMENT IS A COLLATERAL ASSIGNMENT IN TRUST to said First Union National Bank, as Indenture Trustee under the Indenture. Copies of the Indenture will be available at the above referenced corporate trust offices of First Union National Bank.

IN WITNESS WHEREOF, the undersigned has caused these presents to be executed as of the 16th day of June, 1997.


Witness: Jeffrey P. Thofner


Witness: Vivian Hutcheson

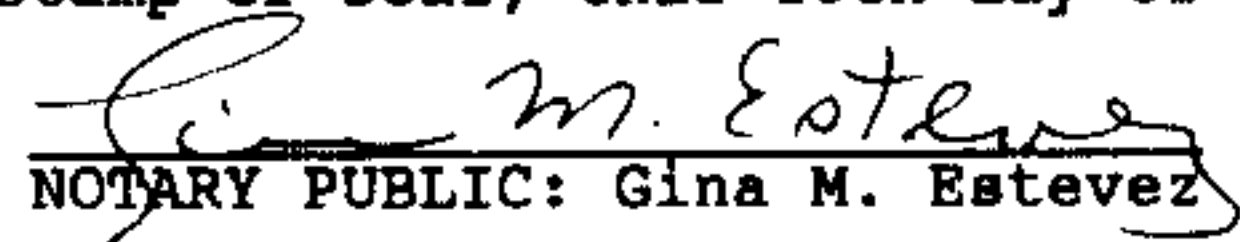

WILLIAM J. WADE, not in his individual capacity, but solely as trustee of Mid-State Trust VI

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, a Notary Public of the County and State aforesaid, certify that William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust VI, a business trust, whose name 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 trustee and with full authority, executed the same voluntarily for and as the act of said trust.

Witness my hand and official stamp or seal, this 16th day of June, 1997.

My Commission Expires: 10/9/99


NOTARY PUBLIC: Gina M. Estevez



THIS INSTRUMENT PREPARED BY:
Jeffrey P. Thofner, Esquire
1500 N. Dale Mabry Highway
Tampa, Florida 33607

AFTER RECORDING RETURN TO:
B. L. Mook, Vice President
Mid-State Homes, Inc.
1500 North Dale Mabry Highway
Tampa, Florida 33607
07/07/1997-20997
08:39 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 23.00

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), THE ORIGINAL PRINCIPAL BALANCE OF THE PROMISSORY NOTE SECURED THEREBY, AND THE O.R. 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.
527330	KING RAYMOND EARL KING BRENDA JEAN LEE	#1994-25875		184,968.00
546118	GREEN JOE GREEN VERONICA	#1995-03830	-	110,220.00
546753	CAFFEY CHARLES RAY CAFFEY JANICE MARIE	#1195-13365		130,020.00
548915	SNIDER JAMES D SNIDER LINDA G	#1996-10320		112,350.00
549075	TAYLOR TERRY TAYLOR DEBORAH	#1996-10294	-	121,920.00
549552	BAILEY JERRELL D BAILEY RUTH A	#1996-20065		133,200.00
702523	KELLEY MAURICE KELLEY SHIRLEY	#1995-31869	-	227,628.00
703153	MARTIN DARRYL W MARTIN TAMMY C	#1996-16888		186,552.00
703468	HAIRELSON W WARD HAIRELSON ANNE C	#1996-15744		259,056.00
703582	JORDAN J LEE PARRISH VANESSA J	#1996-09575		196,416.00
703598	RIFFE RANDY C RIFFE PATRICE M	#1996-30161	-	245,844.00
703787	CORBELL CHRISTOPHER GENE CORBELL JOANNA	#1996-42028	-	218,124.00
703850	WALTON ANDY C JR WALTON LINDA A	#1996-33822 Inst # 1997-20997		212,580.00

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