

455437 II **CANCELLATION AND RELEASE OF MORTGAGE - ALABAMA**

The debt secured by that certain mortgage recorded in Mtg. Book 404, Page 739 of the Records in the Office of the Judge of Probate of Shelby County, Alabama, from Roland H. Smith, Sr. to Jim Walter Homes, Inc., which was subsequently assigned to Mid-State Homes, Inc., and then ultimately assigned to First Union National Bank, formerly known as First Union National Bank of North Carolina and successor by merger to First Union National Bank of Florida, said assignment being evidenced by that document recorded in Mtg. Book 1993, Page 40792 of said records; having now been paid in full, said lien is hereby fully released, satisfied, discharged and cancelled.

IN WITNESS WHEREOF, William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust II, a business trust; and First Union National Bank, formerly known as First Union National Bank of North Carolina and successor by merger to First Union National Bank of Florida, both of which entities may have or claim some interest in said mortgage, acting through their respective attorneys in fact, have caused their names to be signed hereon this 24 day of March, 1999.

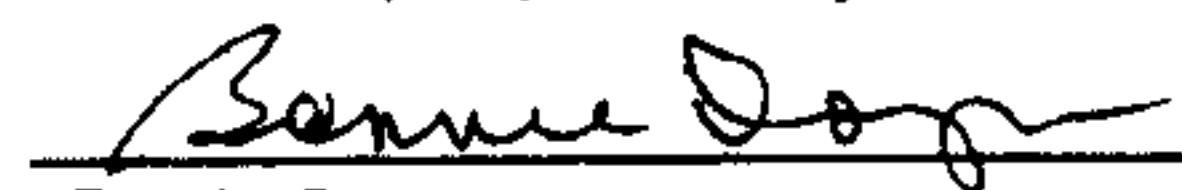
William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust II

By: Mid-State Homes, Inc., his Attorney-in-Fact

By:   
Name: Bonnie Doyne  
Title: Vice President

FIRST UNION NATIONAL BANK, formerly known as First Union National Bank of North Carolina and successor by merger to First Union National Bank of Florida, Trustee

By: Mid-State Homes, Inc., its Attorney-in-Fact

By:   
Name: Bonnie Doyne  
Title: Vice President

Inst # 1999-12928

**ACKNOWLEDGMENT**

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

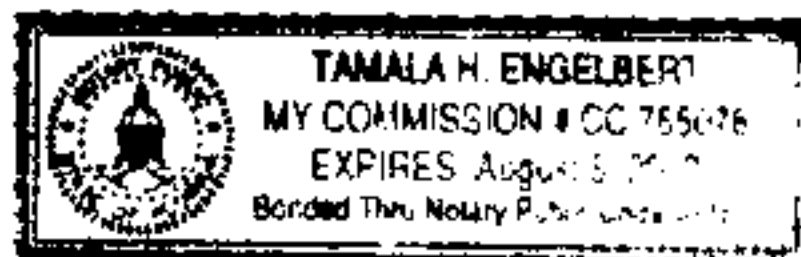
03/29/1999-12928  
10:02 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 DM 16.00

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Bonnie Doyne, whose name as Vice President of Mid-State Homes, Inc., a corporation, as Attorney-in-Fact for William J. Wade, not in his individual capacity but solely as Trustee of Mid-State Trust II, 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 the instrument, (s)he, as such officer and with full authority, executed the same voluntarily for and as an act of said corporation, acting in its capacity as aforesaid.

WITNESS my hand and official seal as such Notary Public on this the 24 day of  
March, 19 99.

Tamala H. Engelbert  
NOTARY PUBLIC

My Commission Expires:



**ACKNOWLEDGMENT**

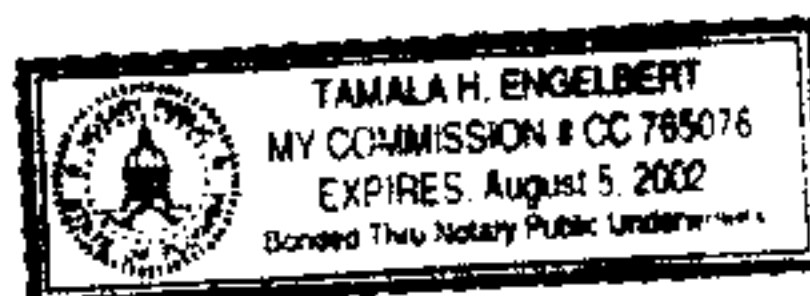
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Bonnie Doyne whose name as Vice President of Mid-State Homes, Inc., a corporation, as Attorney-in-Fact for First Union National Bank, formerly known as First Union National Bank of North Carolina and successor by merger to First Union National Bank of Florida, 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, (s)he as such officer and with full authority, executed the same voluntarily for and as an act of said corporation, acting in its capacity as aforesaid.

WITNESS my hand and official as such Notary Public on this the 24 day of  
March, 19 99.

Tamala H. Engelbert  
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  
Attn: Bonnie Doyne

TEP-I-46.II (Rev. 9/97)

PREPARED BY:  
MARSH TRAILER  
MANCINI, TANNON, STALLINGS  
& EVANS, P.A.  
P.O. BOX 3324  
TAMPA, FLORIDA 33601

AND RETURN TO:  
JERRY H. MILLER, JR., ESQ.  
FIRST UNION CORPORATION  
LEGAL DIVISION  
110 FIRST UNION CENTER 110-0630  
CHARLOTTE, NORTH CAROLINA 28202

RECORD VERIFIED  
Richard Olson  
Clerk of Circuit Court  
Hickory County, Fla.  
By Lela M. LeDor, D.O.

POWER OF ATTORNEY

6599 PAGE 533

WHEREAS, First Union National Bank of Florida ("First Union") did pursuant to that certain Assurances Agreement by and among the Federal Deposit Insurance Corporation, as receiver of Southeast Bank, National Association, the Federal Deposit Insurance Corporation, and First Union, dated as of September 20, 1991, become by operation of law on September 19, 1991, successor trustee to Southeast Bank, National Association, under and pursuant to that certain Indenture dated as of April 1, 1988, between Mid-State Trust II, as issuer, and Southeast Bank, National Association, as Trustee; and

WHEREAS, Southeast Bank, National Association, as Trustee had previously granted a power of attorney to Mid-State Homes, Inc., and Jim Walter Homes, Inc., to perform certain acts on its behalf, as contemplated by the Servicing Agreement and Sub-Servicing Agreement; and

WHEREAS, First Union desires to grant a power of attorney to Mid-State Homes, Inc. and Jim Walter Homes, Inc., upon the terms and conditions set forth herein;

NOW, THEREFORE, First Union, as successor Trustee, hereby constitutes and appoints Mid-State Homes, Inc. (the "Servicer" under the said Indenture), and/or Jim Walter Homes, Inc. (the "Sub-Servicer" under the said Indenture), both Servicer and Sub-Servicer located at 1500 North Dale Mabry Highway, Tampa, Florida 33607, its true and lawful attorney in fact and agent, to execute, acknowledge, verify, swear to, deliver, record, and file, in the name, place, and stand of First Union as Successor Trustee, all instruments, documents, and certification which may from time to time be required in connection with the Servicing Agreement, dated as of April 1, 1988, among the Servicer, Mid-State Trust II ("Mid-State"), and Southeast Bank, National Association, as Trustee (the "Servicing Agreement"), or the Sub-Servicing Agreement between the Servicer and the Sub-Servicer, including, without limitation, to execute any documents required to be executed or recorded by the Trustee under the Indenture, pursuant to Section 2.01 of the Servicing Agreement or Section 3.14 of the Indenture. If required, First Union, as Successor Trustee, shall execute and deliver to the Servicer and/or Sub-Servicer upon request therefor, such further designation, powers of attorney, or other instruments as the Servicer and/or Sub-Servicer shall reasonably deem necessary for the purposes hereof. By acceptance of this Power of Attorney, Servicer and Sub-Servicer represent that they have full power and authority to act as Attorney-in-fact under this Power of Attorney.

Notwithstanding anything herein to the contrary, First Union, Successor Trustee, may terminate this Power of Attorney at any time by recording in the office where this Power of Attorney is recorded an instrument signed by First Union, Successor Trustee, which terminates this Power of Attorney.

First Union National Bank of Florida, as Successor Trustee by operation of law to Southeast Bank, National Association, as Trustee

(Corporate Seal)

RICHARD AKE  
CLERK OF CIRCUIT COURT  
HICKORY COUNTY, FLORIDA

By: Eleanor G. Autry  
Eleanor G. Autry  
Print Name: Vice President and  
Corporate Trust Officer

STATE OF North Carolina

COUNTY OF Hickory

The foregoing instrument was acknowledged before me this 13th day of April, 1992, by Eleanor G. Autry, V.P. & C.T.O. of First Union National Bank of Florida, a Florida banking corporation, on behalf of the corporation, as Successor Trustee by operation of law to Southeast Bank, National Association, under an Indenture dated as of April 1, 1988, between Mid-State Trust II and Southeast Bank, National Association, and under a Servicing Agreement dated as of April 1, 1988, among Mid-State Trust II and Mid-State Homes, Inc., and Southeast Bank, National Association, party to the within and foregoing instruments, known to me personally to be such and the person who executed instrument on behalf of such association, or has produced Deliver License as identification and did (initials) take an oath.

RETURN TO:  
JIM WALTER HOMES, INC.  
P.O. BOX 31601  
TAMPA, FLORIDA 33631-3601

Louise L. Howie  
Print Name: Louise L. Howie  
NOTARY PUBLIC  
Commission No.:  
My Commission Expires: November 8, 1995  
(Seal)

POWER OF ATTORNEY

William J. Wade, not in his individual capacity but solely as trustee (the "Trustee") of Mid-State Trust II ("Mid-State"), a common law business trust created pursuant to the Trust Agreement dated March 28, 1988 by Mid-State Homes, Inc. as Grantor, hereby irrevocably constitutes and appoints Mid-State Homes, Inc. (the "Servicer") and/or Jim Walter Homes, Inc. (the "Sub-Servicer") his true and lawful attorney-in-fact and agent, to execute, acknowledge, verify, swear to, deliver, record and file, in his or his assignee's name, place and stead, all instruments, documents and certificates which may from time to time be required in connection with the Servicing Agreement, dated as of April 1, 1988, among the Servicer, Mid-State and Southeast Bank, N.A., as Trustee (the "Servicing Agreement") or the Sub-Servicing Agreement between the Servicer and the Sub-Servicer, including, without limitation, to execute any documents required to be executed or recorded by the Trustee pursuant to section 2.01 thereof, if required, the Trustee shall execute and deliver to the Servicer and/or Sub-Servicer upon request therefore, such further designations, powers of attorney or other instruments as the Servicer and/or Sub-Servicer shall reasonably deem necessary for their purposes hereof.

1999 JUN 10 10 02 AM  
98122813

William J. Wade,  
not in his individual capacity  
but solely as Trustee for  
Mid-State Trust II under  
the Trust Agreement dated as of  
March 28, 1988.

RICHARD AKE  
CLERK OF CIRCUIT COURT  
HILLSBOROUGH COUNTY

Inst # 1999-12928

By: [Signature]

STATE OF Delaware  
COUNTY OF New Castle

03/29/1999-12928  
10:02 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
004 CRN 16.00

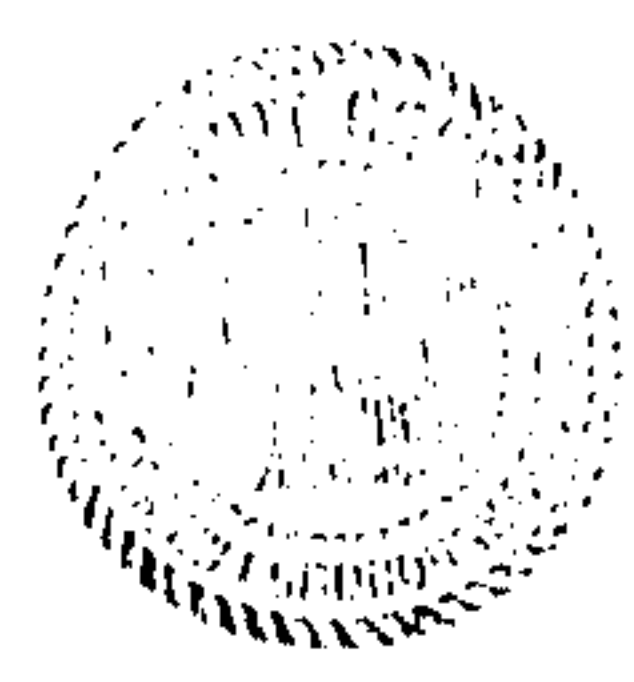
Be it remembered that on this 21<sup>st</sup> day of June, 1988 A.D. personally came before me, the undersigned, [Signature] Notary Public in and for said State duly commissioned and sworn, William J. Wade not in his individual capacity but solely as trustee of Mid-State Trust II under the Trust Agreement dated as of March 28, 1988, known to me personally to be such and acknowledged to me that such instrument was his own act and deed, that the signature therein in his own proper handwriting, that his act of executing and delivering such instrument was duly authorized and that the facts stated therein are true. Given under my hand and seal of office the day and year aforesaid.

(Seal)

[Signature]  
Signature of Notary Public

My Commission Expires: 9/18/88

STATE OF FLORIDA,  
COUNTY OF HILLSBOROUGH  
THIS IS TO CERTIFY THAT THE FOREGOING IS A TRUE AND CORRECT COPY OF THE DOCUMENT ON FILE IN MY OFFICE. WITNESS MY HAND AND OFFICIAL SEAL THIS 10<sup>th</sup> DAY OF JUNE, 1988.  
RICHARD AKE, CLERK  
BY [Signature] D.C.



ENCLOSURE ✓  
Send Walter Homes, Inc.  
Return to Herb Clarkson  
D.