

**ALABAMA
ASSIGNMENT OF MORTGAGE**

- (1) 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, as Indenture Trustee, and William J. Wade, as trustee of Mid-State Trust III, a business trust, to Mid-State Homes, Inc.

FOR VALUE RECEIVED, the undersigned, 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, a national banking association, with corporate trust offices at 230 South Tryon Street, Charlotte, North Carolina 28288-1179, and William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust III, a business trust, whose address is c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890 ("Assignors"), do grant, bargain, sell, assign, transfer and set over unto Mid-State Homes, Inc., a Florida corporation, whose address is 1500 North Dale Mabry Highway, Tampa, Florida 33607 ("Assignee"), its successors and assigns, that certain mortgage, together with the debt thereby secured, the note therein described, and all interest of Assignors in and to the lands and property conveyed by said mortgage which appears of record in the office of the Judge of Probate of Shelby County, Alabama, and which is more fully described in the document marked Exhibit A, attached hereto, incorporated herein and made a part hereof.

TO HAVE AND TO HOLD unto the said Assignee, its successors and assigns, FOREVER.

IN WITNESS WHEREOF, the undersigned Assignors have caused these presents to be executed by their duly authorized officers as of this 4th day of May, 2000.

(Corporate Seal)

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, as Indenture Trustee

ATTEST:

By: *Dana Roberts*
Name: Dana Roberts
Title: Assistant Secretary

By: *Robert Ashbaugh*
Name: Robert Ashbaugh
Title: Vice President

Suzette Barger
Witness: Suzette Barger

Rose M. Parrino
Witness: Rose M. Parrino

William J. Wade
WILLIAM J. WADE, not in his individual capacity, but solely as trustee of Mid-State Trust III, a business trust

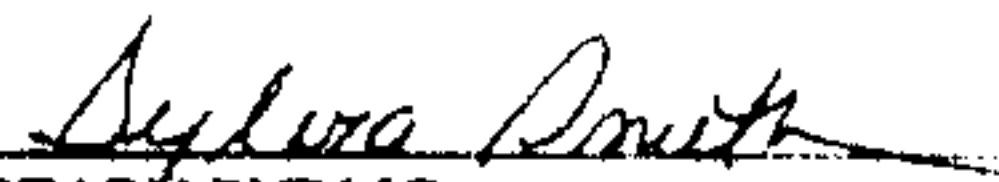
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby certify that Robert Ashbaugh and Dana Roberts, whose name as Vice President and Assistant Secretary of 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, as Indenture Trustee, 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, acting in its capacity as trustee as aforesaid.

Given under my hand and official seal this 4th day of May, 2000.



Sylvia Smith
My Commission CC647226
Expires January 13, 2001


NOTARY PUBLIC

Print Name: Sylvia Smith
My Commission Expires: 1/13/2001

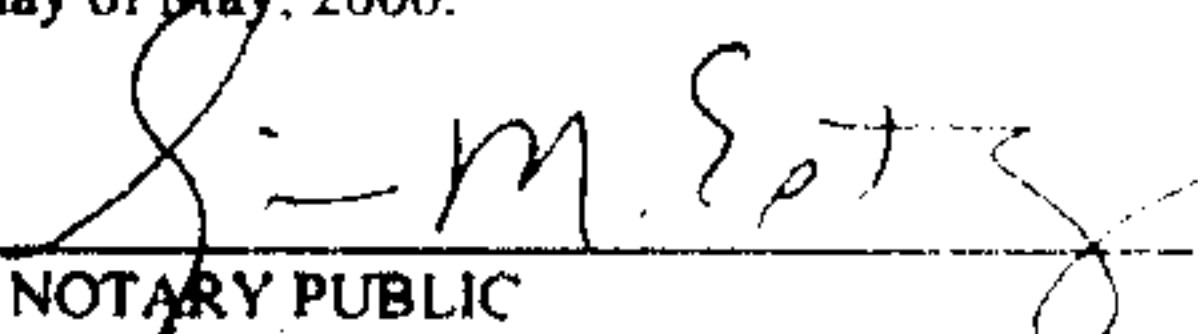
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I, the undersigned authority, 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 III, a business trust, whose name as such Trustee 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, he, in his capacity as such Trustee, executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 4th day of May, 2000.



Gina M. Estevez
My Commission CC886543
Expires October 9, 2003


NOTARY PUBLIC

Print Name: Gina M. Estevez
My Commission Expires: 10/9/03

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

AFTER RECORDING RETURN TO:
Robert J. Grant, Vice President
Mid-State Homes, Inc.
1500 North Dale Mabry Highway
Tampa, Florida 33607

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.
515449	THOMAS DAVID E SR THOMAS ALICE FAYE	170 219	450 570	86,232.00
517243	BILLINGS MARY K	198	722-723	79,752.00
517633	KIMBREL CHARLES F	197	242-243	110,520.00
531488	SAILES WILLIAM G SAILES WANDA JEAN	274	407	107,670.00
868383	PARKER JAMES T	#1993-14894	-	77,760.00

Inst # 2000-20402

06/19/2000-20402
11:20 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 HWS 13.50