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**ALABAMA
ASSIGNMENT OF MORTGAGES**

- (2) Mid-State Homes, Inc. to William J. Wade, as trustee of Mid-State Trust VIII.
a business trust

FOR VALUE RECEIVED, the undersigned, Mid-State Homes, Inc. ("Assignor"), a Florida corporation, whose address is 1500 North Dale Mabry Highway, Tampa, Florida 33607, does hereby grant, bargain, sell, assign, transfer, convey and set over unto William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust VIII ("Assignee"), a business trust created under the laws of Delaware pursuant to an Amended and Restated Trust Agreement dated as of May 3, 2000, and having an address of c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, Attention: Corporate Trust Department, his successors and assigns, without recourse, those certain mortgages which appear of record in the office of the Judge of Probate of Shelby County, Alabama, and which are described in the document marked Exhibit A, attached hereto, incorporated herein and made a part hereof, together with the debts thereby secured, the notes therein described, and all interest of the undersigned in and to the lands and property conveyed by said mortgages.

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 Robert J. Grant as its Vice President and by causing C. T. Witherington as its Assistant Secretary to attest the signing and affixing of the seal, both of said officers being thereunto duly authorized, all as of this 4th day of May, 2000.

(Corporate Seal)

MID-STATE HOMES, INC.

ATTEST:

By:

Name: C. T. Witherington
Title: Assistant Secretary

By:

Name: Robert J. Grant
Title: Vice President

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 J. Grant and C. T. Witherington, whose names as Vice President and Assistant Secretary, respectively, of Mid-State Homes, Inc., a Florida 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 4th day of May, 2000.



Sylvia Smith
My Commission EC907230
Expires January 13, 2001

Sylvia Smith
NOTARY PUBLIC

Print Name: Sylvia Smith

My Commission Expires: 1/13/2001

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

ASSIGNVIII.AL2

06/19/2000-20404
11:20 AM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 796 37.50

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
517635	KIMBREL CHARLES F	197	242-243	110,520.00
531488	SAILES WILLIAM G SAILES WANDA JEAN	274	407	107,670.00
868583	PARKER JAMES T	#1993-14894	-	77,760.00

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COUNTY OF : SHELBY

ACCT NO.	OBLIGOR(S)	DEED BOOK	PAGE	ORIG BAL.
435959	WHEELER ROBERT H	#1999-23635		43,156.80
553737	GARNER JASON W MILLIRON AGNES V	#1999-01721		90,510.00
553873	FOSTER RANDAL S FOSTER CYNTHIA R	#1998-49708	-	126,510.00
554052	HOOD RETTA HOOD LYNN	#1999-09644	-	104,100.00
554871	LEHMAN DWAYNE LEHMAN DONNA	#1999-28225		111,390.00
708004	BAILEY LEONARD E BAILEY AMANDA L	#1999-40745		166,716.00
708422	DECKER JAMES D DECKER MARY E	#1999-36362		187,416.00
708616	GADDIS RICHARD E GADDIS LYN M	#1999-30922		180,468.00
709006	LUCAS KEVIN LUCAS DAPHNE	#1999-36332		170,928.00
709081	GRESHAM JAMES R JR GRESHAM MICHELLE Y	#1999-39157		293,436.00

Inst # 2000-20404

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SHELBY COUNTY JUDGE OF PROBATE
003 MMS 37.50