

1552396400

Washington, Andrett

**ALABAMA  
ASSIGNMENT OF CORPORATE MORTGAGE**

THIS ASSIGNMENT OF CORPORATE MORTGAGE, dated August 4, 2004, from First Union National Bank, a national banking association, as trustee under an Indenture dated as of December 10, 1998 ("Assignor"), 230 South Tryon Street, Charlotte, North Carolina 28288-1179, to William J. Wade, not in his individual capacity but solely as trustee of Mid-State Trust VII ("Assignee"), a business trust created under the laws of Delaware pursuant to a trust agreement dated as of December 10, 1998, with an address of c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, and Walter Mortgage Company, a Delaware corporation, having an address of 6331 Grapevine Highway, Suite 280, North Richland Hills, Texas 76180 ("Assignees").

**WITNESSETH:**

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignees, its successors and assigns, that certain mortgage, 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 mortgage without recourse; said mortgage appears of record at Book #1997-25311, Page ----, in the Public Records of Shelby County, Alabama.

Mortgagors: Andrett Washington & Crystal Martin Common Law Husband & Wife.

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

IN WITNESS WHEREOF, Assignor has caused this Assignment to be executed on the day and year first above written. See Power of Attorney: recorded in Book 09480, Page 0409-0410, of the records of Hillsborough County, Florida.

FIRST UNION NATIONAL BANK, Trustee

By: Jim Walter Homes, Inc., its Attorney-in-Fact

By:

Name:

Title:

C.T. Witherington  
Vice President

**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 C.T. Witherington, whose name as Vice President of Jim Walter Homes, Inc., a corporation, as Attorney-in-Fact for First Union National Bank, 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 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.

Given under my hand and official seal this 4th day of August, 2004.

Sophia D. Metosh  
NOTARY PUBLIC

Print Name: Sophia D. Metosh  
My Commission Expires: June 18, 2006

THIS INSTRUMENT PREPARED BY:  
Jeffrey P. Thofner, Attorney at Law  
P. O. Box 31601  
Tampa, FL 33631-3601  
TEP-T-6.VII (Rev. 6/01)

AFTER RECORDING RETURN TO:  
Jim Walter Homes, Inc.  
P. O. Box 31601  
Tampa, FL 33631-3601  
Attn: C. T. Witherington



INSTR # 99044285  
OR BK 09480 PG 0409

RECORDED 02/15/99 03:02 PM  
RICHARD AKE CLERK OF COURT  
HILLSBOROUGH COUNTY  
DEPUTY CLERK S. Spencer

PREPARED BY AND RETURN TO:  
JEFFREY P. THOFNER, ESQUIRE  
P. O. BOX 31601  
TAMPA, FLORIDA 33631-3601

POWER OF ATTORNEY

WHEREAS, First Union National Bank ("First Union") under and pursuant to that certain Indenture dated as of December 10, 1998 between Mid-State Trust VII, as Issuer, and First Union National Bank, as Indenture Trustee; 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;

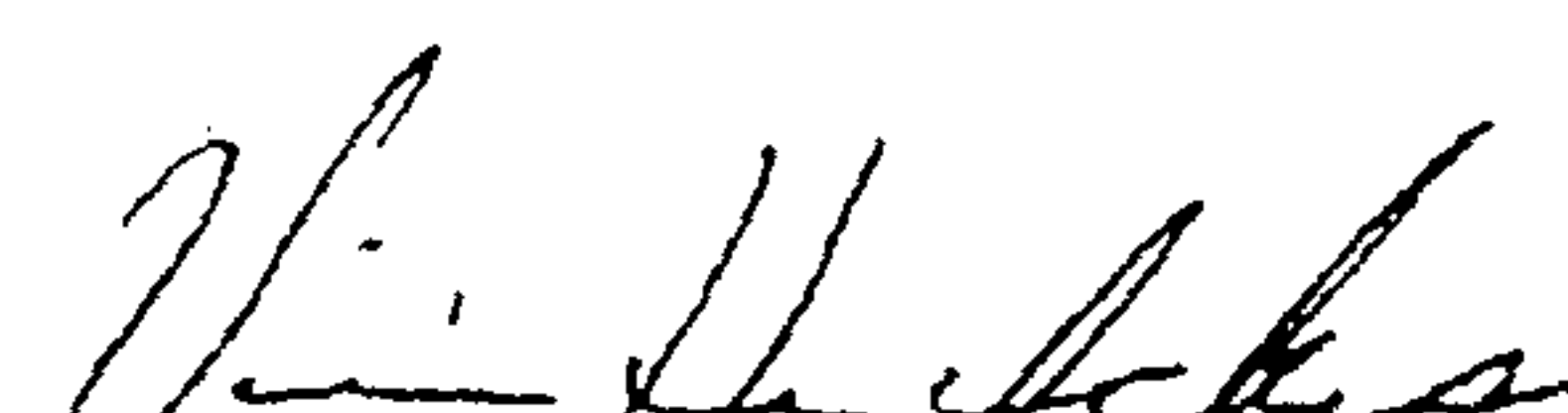
NOW, THEREFORE, First Union, as Indenture Trustee, hereby constitutes and appoints Mid-State Homes, Inc. (the "Servicer" under the said Indenture), and/or Jim Walter Homes, Inc. (the "Sub-Servicer" under the said Indenture), both Servicer and Sub-Servicer located at 1500 North Dale Mabry Highway, Tampa, 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 stead of First Union as Indenture Trustee, all instruments, documents and certificates which may from time to time be required in connection with the Servicing Agreement, dated as of December 10, 1998, among the Servicer, Mid-State Trust VII ("Mid-State"), and First Union National Bank, as Indenture 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 First Union, as Indenture Trustee under the Indenture, pursuant to Section 2.01 of the Servicing Agreement or Section 3.13 of the Indenture. 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, Indenture 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, Indenture Trustee, which terminates this Power of Attorney.

(Corporate Seal)

FIRST UNION NATIONAL BANK, as  
Indenture Trustee

  
Witness: Jeffrey P. Thofner


  
Witness: Vivian Hutcheson

By:   
Name: Robert Ashbaugh  
Title: Vice President

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

20040816000458580 Pg 3/3 17.00  
Shelby Cnty Judge of Probate, AL  
08/16/2004 10:39:00 FILED/CERTIFIED

The foregoing instrument was acknowledged before me this 15th day of January, 1999, by Robert Ashbaugh, Vice President of First Union National Bank, a national banking association, on behalf of the association, as Indenture Trustee, under an Indenture dated as of December 10, 1998 between Mid-State Trust VII and First Union National Bank, and under a Servicing Agreement dated as of December 10, 1998, among Mid-State Trust VII and Mid-State Homes, Inc., and First Union National Bank, as Indenture Trustee, party to the within and foregoing instruments, known to me personally to be such and the person who executed the foregoing instrument on behalf of such association and did not take an oath.

  
Notary Public: Carol Harmon  
My Commission Expires: 8/19/2002

