

SUBSTITUTION OF TRUSTEE

WHEREAS, on this 16th day of January, 19 87, James D. Mitchell, Unmarried* executed a certain deed of trust to Walter L. Briggs, Trustee for the benefit of First Memphis Mortgage Corporation which deed of trust is of record in the office of the Chancery Clerk of DeSoto County, State of Mississippi in Book 389 at Page 249, and recorded in the aforesaid Chancery Clerk's Office.

*and Sharon Lee Cooper and husband Charles C. Cooper the South

WHEREAS, said Deed of Trust was subsequently assigned to Mortgage Corporation of/ by instrument dated 1/29/87 and filed for record in Book 390, Page 271 of the aforesaid records; and

f/k/a BancBoston Mortgage Mortgage Corporaton**

WHEREAS, HomeSide Lending, Inc.,/pursuant to the provisions of the aforesaid Deed of Trust and for reasons satisfactory to itself, has elected to substitute J. Gary Massey as Trustee in and for the above described deed of trust and the indebtedness secured thereby; and

**successor by merger with Mortgage Corporation of the South

NOW THEREFORE, HomeSide Lending, Inc., the present owner and holder of the above described deed of trust, acting by and through its duly authorized officers, does hereby substitute and appoint J. Gary Massey as Trustee and does hereby confer upon the said J. Gary Massey full and complete power to execute said trust as trustee as provided by the terms of the aforesaid Deed of Trust.

Should the undersigned become the last and highest bidder at the foreclosure sale, the Substitute Trustee is hereby authorized to transfer and assign said bid and to convey title to said foreclosed property to the secretary of Housing and Urban Development or the Secretary of Veterans Affairs, or whomsoever the undersigned shall authorize. The statement in the Substitute Trustee's deed that the undersigned has requested transfer of its bid to grantee(s) in the Substitute Trustee's Deed shall be binding on the undersigned and conclusive evidence in favor of the assignee or other parties thereby, and that the Substitute Trustee is duly authorized and empowered to execute same.

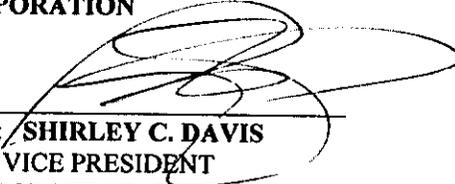
WITNESS THE EXECUTION HEREOF by the aforesaid corporation acting by and through its duly authorized officers, this 9th day of January, 19 97.

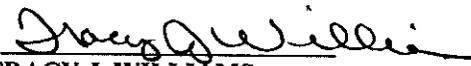
STATE MS. - DE SOTO CO.

JAN 13 2 00 PM '97

BK 880 PG 722
W.E. DAVIS CH. CLK.

HOMESIDE LENDING, INC., FORMERLY KNOWN AS BANCOSTON MORTGAGE CORPORATION

By: 
Name: SHIRLEY C. DAVIS
Title: VICE PRESIDENT
(CORPORATE SEAL)

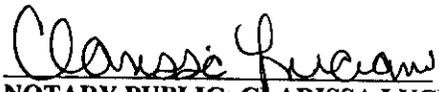
ATTEST: 
Name: TRACY J. WILLIAMS
Title: ASST. SECRETARY



STATE OF FLORIDA
COUNTY OF DUVAL

PERSONALLY came and appeared before me, the undersigned authority in and for the aforesaid jurisdiction, the within named SHIRLEY C. DAVIS, personally known to me to be the VICE PRESIDENT of the within named HOMESIDE LENDING, , INC., who acknowledged that (s)he signed and delivered the above and foregoing instrument of writing on the day and for the purposes therein mentioned for and on behalf of said corporation and as its own act and deed, (s)he having been first duly authorized so to do.

WITNESS MY SIGNATURE AND OFFICIAL SEAL OF OFFICE this 9th day of January, 19 97.


NOTARY PUBLIC: CLARISSA LUCIANO
(NOTARY SEAL)

RETURN TO: J. GARY MASSEY, SUBSTITUTE TRUSTEE
DEPOSIT GUARANTY BUILDING
200 E CAPITOL STREET
SUITE 1745
JACKSON, MS 39201
601-968-9986

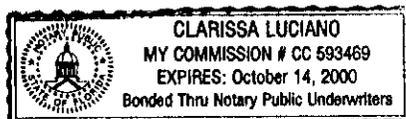


EXHIBIT "A"

INDEXING INSTRUCTIONS

LEGAL DESCRIPTION:

Lot 1397, Section C South, Desoto Village Subdivision in Section 33, Township 1 South, Range 8 West in the city of Horn Lake, Desoto County, Mississippi as shown by the plat appearing of record in Plat Book 10, Pages 3 - 8 in the Office of the Chancery Clerk of Desoto County, Mississippi.

PREPARED BY:

J. GARY MASSEY
SHAPIRO & KREISMAN
DEPOSIT GUARANTY BLDG
200 EAST CAPITOL ST., SUITE 1745
JACKSON, MS 39201
601-968-9986

S&K# 96-0536