

Nov 16 9 51 AM '00

MISSISSIPPI - ASSIGNMENT OF DEED OF TRUST BK 1265 402

THIS ASSIGNMENT OF DEED OF TRUST, dated November 1, 2000, from Mid-State Trust V (the "Trust" and "Assignor"), a business trust created under the laws of Delaware pursuant to a trust agreement dated as of February 27, 1995, operating by and through Wilmington Trust Company, not as an individual but as Owner Trustee of Mid-State Trust V and having an address of Wilmington Trust Company, Rodney Square North, Wilmington, Delaware, 19890 to Mid-State Homes, Inc., a Florida corporation, 1500 North Dale Mabry, Tampa, Florida 33607 ("Assignee").

WITNESSETH:

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, as Trustee under a Variable Funding Loan Agreement dated as of March 3, 1995, (the "Loan Agreement") that certain deed of trust, together with the debts thereby secured, the notes therein described, and all interest and lien of the Assignor in and to the lands and property conveyed by said deed of trust without recourse; said deed of trust appears of record at Deed of Trust Book 892, Page 356 in the Records of DeSoto County, Mississippi.

Mortgagors: Stoney Aldridge and Wendy M. Aldridge

IN WITNESS WHEREOF, the Grantor Mid-State Trust V, has caused its own name to be signed this 1 day of November, 2000, by Mid-State Homes, Inc., its true and lawful attorney in fact the authority for the said signature and action of Mid-State Homes, Inc., on behalf of Mid-State Trust V in this instance being vested in it by virtue of that certain Power of Attorney recorded in Power of Attorney Book 69 at Page 403 of the records of the office of the Chancery Clerk of the Judicial District of DeSoto County at Hernando Mississippi.

MID-STATE TRUST V

By: Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee of Mid-State Trust V

By: Mid-State Homes, Inc., its attorney-in-fact

By: [Signature]
Name: Joe Kelly
Title: Vice President

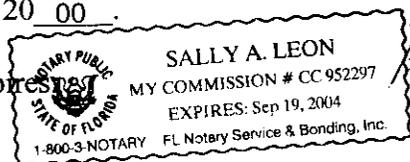
ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid and within said jurisdiction, the within named Joe Kelly who by me being first duly sworn stated on oath that he/she is Vice President of MID-STATE HOMES, INC., and, that, having been first duly authorized so to do, he/she signed and delivered the foregoing instrument in their corporate capacity for and on behalf of MID-STATE HOMES, INC., which was then acting in its capacity as the true and lawful attorney in fact of for WILMINGTON TRUST COMPANY, the Grantor named in said instrument, as the act and deed of said Grantor and with full authority to so act by virtue of authority granted Mid-State Homes, Inc., by Power of Attorney as described therein.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this the 1 day of November, 2000.

My Commission Expires



[Signature]
Notary Public, State of Florida

THIS INSTRUMENT PREPARED BY:
Jeffrey P. Thofner
Attorney at Law
P. O. Box 31601
Tampa, FL 33601

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