ASSIGNMENT OF NOTE AND DEED OF TRUST

FOR AND IN CONSIDERATION of the sum of One Dollar ($1.00), and other good and valuable considerations, the receipt and sufficiency of which is hereby acknowledged, Looxahoma Properties, Inc., by and through its authorized official, does hereby assign, set over and transfer unto BANCORPSOUTH BANK, Olive Branch, Mississippi, all its right, title and interest in and to that certain Deed of Trust executed by Jason S. Riley and wife, Melanie J. Riley, to James E. Woods, Trustee for Looxahoma Properties, Inc., dated October 24, 2001, and recorded in Book 1399, Page 289 of the Deed of Trust Records, Chancery Clerk's Office, DeSoto County, Mississippi, together with a note evidencing the indebtedness secured thereby in the original principal amount of $176,900.00. The undersigned warrants that the outstanding balance at this time is $176,900.00.

This the 24th day of October, 2001.

LOOXAHOMA PROPERTIES, INC.

BY: _____
Robert M. Bailey, President

STATE OF MISSISSIPPI

COUNTY OF DESOTO

Personally appeared before me, the undersigned authority in and for said county and state, on this the 24th day of October, 2001, within my jurisdiction, the within named Robert M. Bailey, who acknowledged that he is President of LOOXAHOMA PROPERTIES, INC., a Mississippi corporation, and that for and on behalf of the said corporation, and as its act and deed he executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

_____
NOTARY PUBLIC

My Commission Expires: 10/1/2003

NOTARY PUBLIC

PREPARED BY AND RETURN TO:
James E. Woods
Watkins Ludlam Winter & Stennis, P.A.
P.O. Box 1456
Olive Branch, MS 38654
662-895-2996

F#00931.10945 - Looxahoma/Riley

STATE MS.-DESOTO CO.
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