

Loan #45934634

SUBSTITUTION OF TRUSTEE

WHEREAS on the 31st day of October, 1989, Mary C. Baker executed a certain deed of trust to R. Conner McAllister, Trustee for the benefit of Bailey Mortgage Company which deed of trust is of record in the office of the Chancery Clerk of DeSoto County, State of Mississippi in Book 490 at Page 116 and being secured by real property being more particularly described in Exhibit "A" attached hereto; and

WHEREAS, the undersigned is the present holder and beneficiary of the deed of trust referenced above; and

WHEREAS, MIDFIRST BANK, 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

NOW THEREFORE, MIDFIRST BANK, 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 the 3rd day of June, 2002.

MIDFIRST BANK

BY: Melissa Poage  
TITLE: MELISSA POAGE, VICE PRESIDENT

STATE OF OKLAHOMA

COUNTY OF OKLAHOMA

Personally appeared before me, the undersigned authority for the jurisdiction aforesaid, on this the 3rd day of June, 2002, the within named Melissa Poage who acknowledged that (s)he is Vice President of MIDFIRST BANK, and that for and on behalf of the said corporation, and as its act and deed, (s)he executed the above and foregoing instrument, after having been first duly authorized so to do.

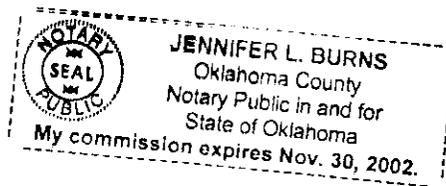
Jennifer L Burns  
Notary Public

My Commission expires: 11/30/02

JENNIFER L. BURNS

PREPARED BY:

Shapiro & Massey, L.L.P.  
Attorneys At Law  
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DE SOTO CO. p2  
JUN 6 3 39 PM '02

BK 1514 PG 338  
W.E. DAVIS CH. CLK.

EXHIBIT "A"

INDEXING INSTRUCTIONS

INDEX IN:

LEGAL DESCRIPTION:

Lot 1409, Section C, South, DeSoto Village Subdivision, in Section 33, Township 1 South, Range 8 West, City of Horn Lake, DeSoto County, Mississippi, as shown by plat thereof recorded in Plat Book 10, Pages 3-8, in the office of the Chancery Clerk of DeSoto County, Mississippi.

PREPARED BY:

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