

STATE MS.-DESOTO CO.

AUG 9 9 45 AM '04

2045 PG 200  
CLERK

Ezell Cowan

1531310000

MISSISSIPPI  
ASSIGNMENT OF DEED OF TRUST

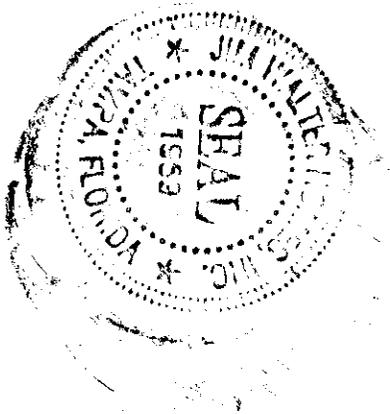
THIS ASSIGNMENT OF DEED OF TRUST, dated June 28, 2004, from Mid-State Trust III (the "Trust" and "Assignor"), a business trust created under the laws of Delaware pursuant to a trust agreement dated as of June 1, 1992, operating by and through Wilmington Trust Company, not as an individual but as Owner Trustee of Mid-State Trust III having an address of c/o Wilmington Trust Company, Rodney Square North, Wilmington, Delaware 19890, to Walter Mortgage Company, a Delaware corporation, with an address of 6331 Grapevine Highway, Suite 280, North Richland, Texas 76180 ("Assignee").

WITNESSETH:

FOR VALUE RECEIVED, Assignor does hereby sell, assign, transfer and set over unto Assignee, its successors and assigns, as Trustee under a Trust Agreement dated as of June 1, 1992, (the "Indenture") and does mortgage and grant a security interest in 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 DT Book 473, Page 660, in the Records of Desoto County, Mississippi.

MORTGAGOR(S): Ezell Cowan and Alice Cowan, Wife.

IN WITNESS WHEREOF, the Grantor Mid-State Trust III, has caused its own name to be signed this 28th day of June, 2004, by C.T. Witherington, 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 III in this instance being vested in it by virtue of that certain Power of Attorney: See Attached



MID-STATE TRUST III

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

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

By: C.T. Witherington  
Name: C.T. Witherington  
Title: Vice President

1531310000 Ezell Cowan

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 C.T. Witherington,, who by me being first duly sworn stated on oath that s/he is Vice President of Jim Walter Homes, Inc., and, that, having been first duly authorized so to do, s/he signed and delivered the foregoing instrument in their corporate capacity for and on behalf of Jim Walter 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 Jim Walter Homes, Inc., by Power of Attorney as described therein.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE this the 28th day of June, 2004.

*Candace V. Gibbs*

NOTARY PUBLIC

Print Name: Candace V. Gibbs

My Commission Expires:

Indexing Instructions:

Quarter Section:

Section:

Township:

Range:

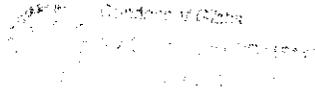
County:

or

Lot No.:

Subdivision:

Map/Plat:



THIS INSTRUMENT PREPARED BY:

Jeffrey P. Thofner, Attorney at Law

P. O. Box 31601

Tampa, FL 33631-3601

TEP-T-34.IV (Rev. 6/01)

AFTER RECORDING RETURN TO:

Walter Mortgage Company

P. O. Box 31601

Tampa, FL 33631-3601

Attn: C. T. Witherington

(813) 871-4624

5  
1

RECORD RETURNED  
Richard O. [unclear]  
Clerk of Circuit Court  
Hillsborough County, Fla.  
By Lett M. LaDuc, D.C.

THIS INSTRUMENT WAS PREPARED BY THOMAS E. PORTSMOUTH, ATTORNEY AT LAW. THIS DOCUMENT SHOULD BE RETURNED TO THE PREPARER AT: P/O. BOX 31601, TAMPA, FLORIDA 33631-3601.

RETURN TO  
JIM WALTER HOMES, INC.  
ATT: LISBE PIMIENTO  
P.O BOX 31601  
TAMPA, FLA. 33631-3601

POWER OF ATTORNEY

This POWER OF ATTORNEY is granted to Mid-State Homes, Inc., a Florida corporation ("Mid-State") and to Jim Walter Homes, Inc., a Florida corporation ("Homes"), jointly and, either of them, severally, my Attorneys-in-Fact and Attorney-in-Fact, by Mid-State Trust III, a business trust, created pursuant to the Trust Agreement dated June 1, 1992, as amended or supplemented, between Wilmington Trust Company, (not in its individual capacity but solely as the owner trustee,) and Mid-State (as the grantor of the trust).

1992.15.06 AM 09:57  
02174618

W I T N E S S E T H

NICHARD AKE  
CLERK OF CIRCUIT COURT  
HILLSBOROUGH COUNTY

WHEREAS, Mid-State Trust III is now, and will in the future be, the holder of certain mortgages, deeds of trusts, deeds to secure debts, assignment of rents, and/or mortgage deeds which encumber certain real property (the "Property").

NOW THEREFORE, KNOW ALL MEN BY THESE PRESENTS, which are intended to constitute a Power of Attorney, that Mid-State Trust III has made, constituted and appointed, and by these presents does make, constitute and appoint, Mid-State and Homes, acting either jointly or acting separately, its true and lawful Attorneys-in-Fact and its Attorney-in-Fact for it and in its name, place and stead and for its use and benefit, and with full power of substitution, to execute, acknowledge, verify, swear to, deliver, record and file, in its or its assignee's name, place and stead, all deeds, agreements for deed, foreclosure deeds, mortgages, deeds of trust, deeds to secure debt, mechanics lien contracts with power of sale, cancellations of mortgages, (together with all assignments of the foregoing instruments), releases, and satisfactions of mortgages, and/or their equivalent which relate to the Property, and to take all action required of Mid-State Trust III or which may be necessary or proper in the premises with respect to the Property.

No party relying upon any instrument executed by either

Mid-State or Homes pursuant to this Power of Attorney shall be required to ascertain the power or authority of either Mid-State or Homes as agents of Mid-State Trust III to execute any such instrument or to inquire into the satisfaction of any conditions precedent to the execution of any such instrument. This Power of Attorney shall be deemed coupled with an interest and it may not be revoked unless a revocation executed by Mid-State Trust III and Mid-State and Homes is filed and recorded in the same official records in which this Power of Attorney has been filed and recorded.

Mid-State Trust III does hereby ratify any and all acts performed in the name of Mid-State Trust III and any and all documents executed in the name of Mid-State Trust III by its Attorneys-in-Fact or its Attorney-in-Fact prior to the date hereof and subsequent to June 1, 1992 and acknowledges that any and all such acts or documents were fully authorized by Mid-State Trust III and Mid-State Trust III will not question the sufficiency of any instrument executed by said Attorneys-in-Fact or Attorney-in-Fact pursuant to this Power of Attorney, notwithstanding that the instrument fails to recite the consideration therefore or recites merely a nominal consideration; any person dealing with the subject matter of such instrument may do so as if full consideration therefore had been expressed herein.

IN WITNESS WHEREOF, the undersigned Mid-State Trust III has caused these presents to be executed this 1<sup>st</sup> day of July, 1992.

Mid-State Trust III

By: Wilmington Trust Company, not in its individual capacity but solely as Owner Trustee

[Signature]  
Witness  
Print Name: Emmett R. Harmon

By: [Signature]  
Its: Vice President

[Signature]  
Witness  
Print Name: SARAJA F. ALLEN

(Corporate Seal)

ATTEST:

By: [Signature]  
ASST Secretary

STATE OF Delaware  
COUNTY OF New Castle

The foregoing instrument was acknowledged before me this 1<sup>st</sup> day of July, 1992 by Norma P. Closs of Wilmington Trust Company, as Trustee for Mid-State Trust III, under the Trust Agreement dated June 1, 1992, as amended or supplemented, acknowledged before me on this date that, being informed of the contents of this instrument, he, as such officer, and with full authority, executed the same voluntarily for and as an act of said association, acting in its capacity as aforesaid, and is personally known to me or has produced [Signature] as identification and who did (did not) take an oath.

[Signature]  
NOTARY PUBLIC  
Print Name:  
Commission No.:  
My Commission Expires:

(SEAL)

SHARON M. BRENDLE  
NOTARY PUBLIC  
MY COMMISSION EXPIRES AUGUST 10, 1993

SF86795