

When recorded mail to
Ameriquest Mortgage Company
P.O. Box 11607,
Santa Ana, CA 92711

Prepared by: Ameriquest Mortgage Company
1100 Town and Country Road, Suite 200, Orange, CA 92868 (866)345-6334

ASSIGNMENT OF DEED OF TRUST

FOR VALUABLE CONSIDERATION, the receipt of which is acknowledged, the undersigned do hereby sell, transfer and assign unto Wachovia Bank, N.A., as Trustee, Pooling and Servicing Agreement dated as of November 1, 2004 Asset (hereinafter referred to as "Assignee"), that certain Deed of Trust, relating to the property legally described as "LEGAL DESCRIPTION ATTACHED HERETO AND MADE A PART HEREOF"

*X Backed Pass-Through
Certificates Series
2004-WWF1*

executed by CHARLES KELLY and wife, DIANNE KELLY

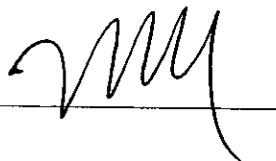
to be a Trustee,
for and on behalf of Ameriquest Mortgage Company, LLC dated 11/05/04,
securing notes in the sum of \$ 206,100.00, recorded in Book 2171,
Page 420 **, of the Office of the Chancery Clerk of DESOTO
County, Mississippi, together with the indebtedness secured thereby.

THE UNDERSIGNED as Beneficiary warrants that it is the legal owner of the above described indebtedness and is capable of conveying title to same.

TO HAVE AND TO HOLD the same unto the said Assignee, their successors and assigns, together with all the interest in and to said real estate thereby conveyed and the balance due on the notes thereon, to be used to its own use and benefit forever.

IN WITNESS WHEREOF the undersigned has executed this Assignment through its Agent on 11/14/04.

**** AND RE-RECORDED IN BOOK 2188 AT PAGE 680**
Ameriquest Mortgage Company

By: 
Marcia Morgan - agent

RECORD 2nd

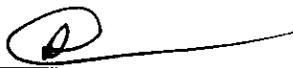
State of New York
County of Westchester

On this 14th day of 2004 before me, Richard E. Price
Notary Public appeared Marcia Morgan

I have known to me (or proved to me on the basis of satisfactory evidence) to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s) or the entity upon behalf of which is the person(s) acted, executed the instrument.

RICHARD E. PRICE
Notary Public, State of New York
No. 01PR5057755
Qualified in Westchester County
Commission Expires March 25, 2006

WITNESS my hand and official seal

 (Seal)
Richard E. Price

*nonis
Assoc
fed*

Land situated in DeSoto County Mississippi to wit:

Lot 61, Oakwood Park Subdivision, as shown on plat of record in Plat Book 68, Page 4-7, in the Register's Office of Shelby County, Tennessee, to which plat reference is hereby made for a more particular description of said property.

Being the same property conveyed to grantor, Security Builders, Inc., herein by Warranty Deed of record at Book 0460, Page 0577, dated December 12, 2003, filed December 18, 2003, in the Chancery Clerk's Office of DeSoto County Mississippi.

Also being the same property conveyed to grantor by Warranty Deed of record being recorded simultaneously herewith in said Register's Office