

11/20/06 10:57:58  
BK 2,609 PG 332  
DESOTO COUNTY, MS  
W. E. DAVIS, CH CLERK

INDEXING INSTRUCTIONS: Lot 22 Section "T" Kentwood S/D P.U.D. (R-2) located in section Range 3 west

**SUBSTITUTION OF TRUSTEE**

WHEREAS, on May 3, 2004, Thurman L. Rayborn, III and Cynthia P. Rayborn, executed a Deed of Trust to Jim B. Tohill, Trustee for the use and benefit of Ameriquest Mortgage Company which Deed of Trust is on file and of record in the office of the Chancery Clerk of De Soto County, 17th Judicial District, Mississippi, in Deed of Trust Record Book 1989 at page 0146 thereof; describing the following property:

Lot 222, Section "T", Kentwood Subdivision, P.U.D. (R-2) located in Section 3, Township 2 South, Range 8 West, DeSoto County, Mississippi, as recorded in Plat Book 45, Page 32, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

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

WHEREAS, under the terms of said Deed of Trust the beneficiary or any assignee is authorized to appoint a Trustee in the place and stead of the original Trustee or any successor Trustee in said Deed of Trust; and

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 to convey title to said foreclosed property to the **DEUTSCHE BANK NATIONAL TRUST COMPANY, AS TRUSTEE OF AMERIQUEST MORTGAGE SECURITIES, INC., ASSET-BACKED PASS THROUGH CERTIFICATES, SERIES 2004-R7, UNDER THE POOLING AND SERVICING AGREEMENT DATED AS OF JULY 1, 2004, WITHOUT RECOURSE.**

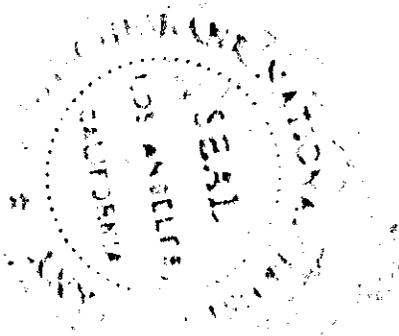
, its successors and assigns The statement in the Substitute Trustee's Deed that the undersigned has requested the transfer of its bid to Grantee(s) in the Substitute Trustee's Deed shall be binding on the undersigned and conclusive evidence in favor of the assignee or other parties thereby, and that the Substitute Trustee is duly authorized and empowered to execute same.

NOW THEREFORE, the undersigned does hereby appoint and substitute Priority Trustee Services of Mississippi, L.L.C., as Trustee in said Deed of Trust, the said Priority Trustee Services of Mississippi, L.L.C., to have all the rights, powers and privileges of the Trustee named in said Deed of Trust.

Morris Schneider OPS

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IN WITNESS WHEREOF, the undersigned has caused these presents to be signed on this the  
day of SEP 26 2006, 2006.



DEUTSCHE BANK NATIONAL TRUST COMPANY,  
AS TRUSTEE OF AMERIQUEST  
MORTGAGE SECURITIES, INC., ASSET-BACKED  
PASS THROUGH CERTIFICATES,  
SERIES 2004-R7, UNDER THE POOLING AND  
SERVICING AGREEMENT DATED AS OF  
JULY 1, 2004, WITHOUT RECOURSE.

By: [Signature]  
Its Mark J. Kelly  
Assistant Vice President

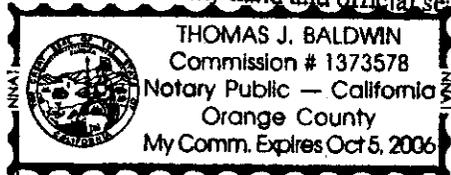
STATE OF ~~MISSISSIPPI~~ California  
COUNTY OF ~~DE SOTO~~ Orange

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction  
aforesaid, Mark J. Kelly, known personally to be the  
Assistant Vice President of the within named, DEUTSCHE BANK NATIONAL  
TRUST COMPANY, AS TRUSTEE OF AMERIQUEST  
MORTGAGE SECURITIES, INC., ASSET-BACKED PASS THROUGH CERTIFICATES,  
SERIES 2004-R7, UNDER THE POOLING AND SERVICING AGREEMENT DATED AS OF  
JULY 1, 2004, WITHOUT RECOURSE.

, and acknowledged to me that (s)he signed and delivered the above and foregoing Substitution of  
Trustee on behalf of said corporation, after being first duly authorized to do so.

GIVEN UNDER my hand and official seal, this the SEP 26 2006  
day of SEP 26 2006, 2006.

2006.



My Commission Expires:  
OCT 05 2006

[Signature]  
NOTARY PUBLIC

Prepared by and Return To:  
0614284MS  
PRIORITY TRUSTEE SERVICES OF MISSISSIPPI, L.L.C.  
1587 Northeast Expressway  
Atlanta, GA 30329