

INDEXING INSTRUCTIONS: Lot 153, Section B, Fairfield Meadows Subdivision, PUD, situated in Section 32, Township 1 South, Range 8 West, DeSoto County, Mississippi

SUBSTITUTION OF TRUSTEE

5/08/07 10:16:57
BK 2,713 PG 743
DE SOTO COUNTY MS
W.E. DAVIS, CH CLERK

WHEREAS, on June 27, 2006, Tracy Ousley and Gary Scott, executed a Deed Adams III, Trustee for the use and benefit of Mortgage Electronic Registration Systems, Inc., acting solely as nominee for WMC Mortgage Corp 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 2507, Page 22 thereof; describing the following property:

Lot 153, Section B, Fairfield Meadows Subdivision, PUD, situated in Section 32, Township 1 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 71, Page 7, 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 U.S BANK NATIONAL ASSOCIATION, 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.

Mavis
Schneider JPS

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IN WITNESS WHEREOF, the undersigned has caused these presents to be signed on this the 19th day of APRIL, 2007.

U.S BANK NATIONAL ASSOCIATION

BY CHASE HOME FINANCE LLC AS ATTORNEY-IN-FACT

By: *Diane Clark*

Its Diane Clark Assistant Vice President

STATE OF California, San Diego
COUNTY OF _____

**POWER OF ATTORNEY
ATTACHED AS EXHIBIT A**

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction aforesaid,
Diane Clark

_____, known personally to be the Assistant Vice President of the within named, Chase Home Finance LLC as Attorney in Fact for U.S BANK NATIONAL

ASSOCIATION, 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 29 day of April, 2007.

Lena Boghossian
NOTARY PUBLIC

My Commission Expires:
MAY 28 2009

Prepared by and Return To:
0710185MS
Priority trustee Services of Mississippi, L.L.C.
1587 Northeast Expressway
Atlanta, GA 30329
770-234-9181 ext 1502



EXHIBIT A

RECORDING REQUESTED BY:

JPMorgan Chase Bank, N.A.
 c/o Chase Home Finance LLC
 Reconveyance Dept.
 PO Box 509018
 San Diego, CA 92150-9944

SPACE ABOVE THIS LINE FOR RECORDER'S USE

LIMITED POWER OF ATTORNEY

U.S. Bank National Association ("U.S. Bank"), a national banking association organized and existing under the laws of the United States of America, 209 South LaSalle Street, 3rd Fl, Chicago IL 60604, hereby constitutes and appoints JPMorgan Chase Bank, National Association ("Chase"), and in its name, aforesaid Attorney-In-Fact, by and through any officer appointed by the Board of Directors of Chase, to execute and acknowledge in writing or by facsimile stamp all documents customarily and reasonably necessary and appropriate for the tasks described in the items (1) through (4) below; provided however, that the documents described below may only be executed and delivered by such Attorneys-In-Fact if such documents are required or permitted under the terms of the Pooling and Servicing Agreement dated as of August 1, 2006, among J.P. Morgan Acceptance Corporation I, as Depositor, J.P. Morgan Mortgage Acquisition Corp., as Seller, JPMorgan Chase Bank, National Association, as Securities Administrator and as Servicer, U.S. Bank National Association, as Trustee and Pentalpha Surveillance LLC, as Trust Oversight Manager to J.P. Morgan Mortgage Acquisition Trust 2006-WMC3 Asset Backed Pass-Through Certificates, Series 2006-WMC3 and no power is granted hereunder to take any action that would be adverse to the interests of the Trustee of the Holder. This Power of Attorney is being issued in connection with Chase's responsibilities to service certain mortgage loans (the "Loans") held by U.S. Bank in its capacity as Trustee. These Loans are comprised of Mortgages, Deeds of Trust, Deeds to Secure Debt and other forms of Security instruments (collectively the "Security Instruments") and the Notes secured thereby.

1. Demand, sue for, recover, collect and receive each and every sum of money, debt, account and interest (which now is, or hereafter shall become due and payable) belonging to or claimed by U.S. Bank National Association, and to use or take any lawful means for recovery by legal process or otherwise.
2. Transact business of any kind regarding the Loans, and obtain an interest therein and/or building thereon, as U.S. Bank National Association's act and deed, to contact for, purchase, receive and take possession and evidence of title in and to the property and/or to secure payment of a promissory note or performance of any obligation or agreement.
3. Execute bonds, notes, mortgages, deeds of trust and other contracts, agreements and instruments regarding the Borrowers and/or the Property, including but not limited to the execution of releases, satisfactions, assignments, and other instruments pertaining to mortgages or deeds of trust, and execution of deeds and associated instruments, if any, conveying the Property, in the interest of U.S. Bank National Association.

4. Endorse on behalf of the undersigned all checks, drafts and/or other negotiable instruments made payable to the undersigned.

Witness my hand and seal this 14th day of September 2006.

(SEAL) **NO CORPORATE SEAL**

U.S. Bank National Association, as Trustee

[Signature]
Witness:

By Patricia M. Child

[Signature]
Witness:

By [Signature]

Mary Ann Lusk
Attest:

FOR CORPORATE ACKNOWLEDGMENT

State of Illinois

County of Cook

On this 14th day of September 2006, before me, the undersigned, a Notary Public in and for said County and State, personally appeared Nancie J. Arvin and Patricia M. Child, personally known to me (or proved to me on the basis of satisfactory evidence) to be the persons who executed the within instrument as Vice President and Vice President respectively, of the corporation that executed the within instruments, and known to me to be the person who executed the within instrument on behalf of the corporation therein named, and acknowledge to me that such corporation executed the within instrument pursuant to its by-laws or a resolution of its Board of Directors.

WITNESS my hand and official seal.

Signature [Signature]

(NOTARY SEAL)

My commission expires: 10.20.2007

