

PREPARED BY:

JONATHAN M. BUTLER
MORRIS, SCHNEIDER & PRIOR, L.L.C.
Attorneys and Counselors at Law
1587 N.E. Expressway, Atlanta, GA 30329

6/05/07 8:25:37
BK 2,730 PG 311
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

RETURN TO: CHASE MANHATTAN MORTGAGE CORP. - CA
10790 Rancho Bernardo Road
San Diego, CA 92127

Loan No. 22466882/Holden
File No.: 348.0613345MS/SCJ

INDEXING INSTRUCTIONS: 10.86 acres in Northwest Quarter Section 3 Township 3 South Range 8 West together with driveway easement

TRANSFER AND ASSIGNMENT OF MORTGAGE

STATE OF MISSISSIPPI
COUNTY OF DE SOTO

FOR VALUE RECEIVED Mortgage Electronic Registration Systems, Inc. as nominee for WMC Mortgage Corp. its successors and assigns, as Assignor, has this day transferred sold, assigned, conveyed and set over to U.S. Bank National Association, as Assignee, its successors, representatives and assigns all of the assignor's right, title and interest in and to that certain Mortgage, executed by Willie B. Holden to Mortgage Electronic Registration Systems, Inc. as nominee for WMC Mortgage Corp its successors and assigns, dated November 30, 2005, and recorded in Deed Book 2368, Page 54, in the Office of the Chancery Clerk of De Soto County, Mississippi.

The Assignor herein specifically sells, assigns, transfers and conveys to the Assignee, its successors, representatives and assigns the aforementioned Mortgage the property described herein, the indebtedness secured thereby, together with all the rights, title, interest powers, options, privileges and immunities contained therein.

The Assignor herein has this day sold and assigned to the Assignee the Note secured by the aforementioned Mortgage, and this transfer is made to secure the Assignee, its successors, representatives, and assigns in the payment of said Note.

IN WITNESS WHEREOF, the Assignor has hereunto set its hand and seal this 8 day of AUGUST, 2006.

Mortgage Electronic Registration Systems, Inc. as nominee for WMC Mortgage Corp. its successors and assigns

By: [Signature] (L.S.)
Title: JOE LANNING, VICE PRESIDENT

By: [Signature] (L.S.)
Title: Annie Rodriguez Assistant Secretary

**POWER OF ATTORNEY
ATTACHED AS EXHIBIT B**

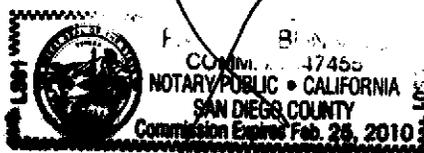
State of California

County of San Diego

I PATRICIA BUNNING, a Notary Public in and for said State and County hereby certify that Joe Lanning and Annie Rodriguez whose names as Vice President and Assistant Secretary of CHASE HOME FINANCE LLC, corporation, are signed the foregoing conveyance and officers and with full authority, executed the same voluntarily for and as the act of said corporation acting in its capacity as such officers on the day the same bears date.

Given under my hand this the 8 day of AUGUST, 2006.

Patricia Bunning
Notary



(Seal)
My Commission Expires: **FEB 25 2010**

Kelly Costanzo
Chase Manhattan Mortgage Corp. - CA
10790 Rancho Bernardo Road
San Diego, CA 92127

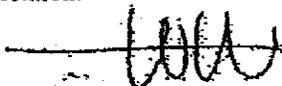


CORPORATE RESOLUTION

Be it Resolved that the attached list of candidates are employees of Chase Home Finance LLC, Member of Mortgage Electronic Registration Systems, Inc. (MERS), and are hereby appointed as assistant secretaries and vice presidents of MERS, and, as such, are authorized to:

- (1) release the lien of any mortgage loan registered on the MERS System that is shown to be registered to the Member;
- (2) assign the lien of any mortgage loan naming MERS as the mortgagee when the Member is also the current promissory note-holder, or if the mortgage loan is registered on the MERS System, is shown to be registered to the Member;
- (3) execute any and all documents necessary to foreclose upon the property securing any mortgage loan registered on the MERS System that is shown to be registered to the Member, including but not limited to (a) substitution of trustee on Deeds of Trust, (b) Trustee's Deeds upon sale on behalf of MERS, (c) Affidavits of Non-military Status, (d) Affidavits of Judgment, (e) Affidavits of Debt, (f) quitclaim deeds, (g) Affidavits regarding lost promissory notes, and (h) endorsements of promissory notes to VA or HUD on behalf of MERS as a required part of the claims process;
- (4) take any and all actions and execute all documents necessary to protect the interest of the Member, or beneficial owner of such mortgage loan, or MERS in any bankruptcy proceeding regarding a loan registered on the MERS System that is shown to be registered to the Member, including but not limited to: (a) executing Proofs of Claim and Affidavits of Movant under 11 U.S.C. Sec. 501-502, Bankruptcy Rule 3001-3003, and applicable local bankruptcy rules, (b) entering a Notice of Appearance, (c) vote for a trustee of the estate of the debtor, (d) vote for a committee of creditors, (e) attend the meeting of creditors of the debtor, or any adjournment thereof, and vote on behalf of the Member, the beneficial owner of such mortgage loan, or MERS, on any question that may be lawfully submitted before creditors in such a meeting, (f) complete, execute, and return a ballot accepting or rejecting a plan and (g) execute reaffirmation agreements;
- (5) take any and all actions and execute all documents necessary to refinance, amend or modify any mortgage loan registered on the MERS System that is shown to be registered to the Member.
- (6) endorse checks made payable to Mortgage Electronic Registration Systems, Inc. to the Member that are received by the Member for payment on any mortgage loan registered on the MERS System that is shown to be registered to the Member;
- (7) take any such actions and execute such documents as may be necessary to fulfill the Member's servicing obligations to the beneficial owner of such mortgage loan (including mortgage loans that are removed from the MERS System of the transfer thereof to a non-member of MERS).

I, William C. Hultman, being the Corporate Secretary of Mortgage Electronic Registration Systems, Inc., hereby certify that the foregoing is a true copy of a Resolution duly adopted by the Board of Directors of said corporation effective as of the 27 day of November, 2002, which is in full force and effect on this date and does not conflict with the Certificate of Incorporation or By-Laws of said corporation.



William C. Hultman, Secretary

Chase Home Finance LLC

Mortgage Electronic Registration Systems, Inc.
Certifying Officers

ADONA, Stephanie

BLANC, Kim

DAY, Keith

DEL PILAR, Alexa

GIRLICH, Judy

GUYBIL, Jane

KISEL, Greg

KOCH, William R.

LANNING, Joe

RODRIGUEZ, Ardic

RUIZ, Telma

SAROT, Deborah

SMITH, Elizabeth

THOMPSON, Cynthia

WILLIAMS, Robin

(in alphabetical order by last name)



Morris, Schneider
UPS-enu

Rankin County, MS
I certify this instrument was filed on
01-18-2007 10:55:57 AM
and recorded in DEED of TRUST Book
3007 at pages 5676 - 5679
Murphy Adkins - Chancery Clerk