

MTF 2000251026

SUBSTITUTION OF TRUSTEE

WHEREAS, on November 28, 2006, Alvin W. Levy, A Married Man, as his sole and separate property, executed a certain deed of trust to Fearnley & Califf, Atty., Trustee for the benefit of Mortgage Electronic Registration System, Inc. which deed of trust is of record in the office of the Chancery Clerk of DeSoto County, State of Mississippi in Book 2,628 at Page 373, and recorded in the aforesaid Chancery Clerk's Office and being secured by real property being more particularly described as follows:

Lot 15, Countrywood Estates Subdivision, situated in Section 32, Township 1 South, Range 7 West, DeSoto County, MS, as per plat of record in Plat Book 21, Pages 3-4, in the Chancery Clerk's Office of DeSoto County, MS.

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

WHEREAS, Deutsche Bank Trust Company Americas formerly known as Banker's Trust Company, as Trustee and Custodian for Morgan Stanley, MSAC 2007-NC3 pursuant to the provisions of the aforesaid Deed of Trust and for reasons satisfactory to itself, has elected to substitute J. Gary Massey as Trustee in and for the above described deed of trust and the indebtedness secured thereby; and

NOW THEREFORE, Deutsche Bank Trust Company Americas formerly known as Banker's Trust Company, as Trustee and Custodian for Morgan Stanley, MSAC 2007-NC3, the present owner and holder of the above described deed of trust, acting by and through its duly authorized officers, does hereby substitute J. Gary Massey as Trustee in the place and stead of the current trustee and does hereby confer upon the said J. Gary Massey full and complete power to execute said trust as Trustee as provided by the terms of the aforesaid deed of trust.

Should the undersigned become the last and highest bidder at the foreclosure sale, the Trustee is hereby authorized to transfer and assign said bid and to convey title to said foreclosed property to the Secretary of Housing and Urban Development or the Secretary of Veterans Affairs, or whomsoever the undersigned shall authorize. The statement in the Substitute Trustee's deed that the undersigned has requested 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.

Davis

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WITNESS THE EXECUTION HEREOF by the aforesaid corporation acting by and through its duly authorized officers, this the 2 day of JUNE, 2008.

Deutsche Bank Trust Company Americas formerly known as Banker's Trust Company, as Trustee and Custodian for Morgan Stanley, MSAC 2007-NC3 by Saxon Mortgage Services, Inc. as Attorney in Fact

By: [Signature]

Its: Laura Hescott ALP

STATE OF MD
COUNTY OF DEKOTA

Personally appeared before me, the undersigned authority for the jurisdiction aforesaid, on this the 2 day of JUNE, 2008, the within named

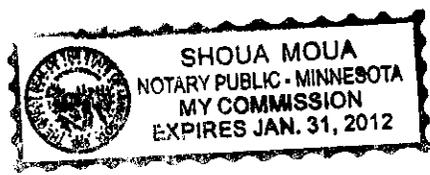
Laura Hescott who acknowledged that (s)he is ALP

of Saxon Mortgage Services, Inc. as Attorney in Fact for Deutsche Bank Trust Company Americas formerly known as Banker's Trust Company, as Trustee and Custodian for Morgan Stanley, MSAC 2007-NC3, and that for and on behalf of the said corporation, and as its act and deed, (s)he executed the above and foregoing instrument, after having been first duly authorized so to do.

(SEAL)

[Signature]
Notary Public

My commission expires:
1/31/12



Prepared by:
J. Gary Massey, Substitute Trustee
Shapiro & Massey, L.L.P.
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Jackson, MS 39216
(601)981-9299
S&M# 08-100895

Index: Lot 15, Countrywood Estates S/D, Sec. 32, T1S, R7W, DeSoto Co., MS