

INDEXING INSTRUCTIONS: Lot 1784, Section E, Desoto Village Subdivision, Section 33, Township 1 South, Range 8 West of Desoto County, Mississippi

**SUBSTITUTION OF TRUSTEE**

WHEREAS, on July 12, 2004, Perry L. Chandler and Nancy L. Chandler, executed a Deed of Trust to CTC Real Estate Services, Trustee for the use and benefit of Mortgage Electronic Registration Systems, Inc., acting solely as nominee for Countrywide Home Loans, Inc. which Deed of Trust is on file and of record in the office of the Chancery Clerk of De Soto County, Mississippi, in Deed of Trust Record Book 2032, Page 341 thereof; describing the following property:

Lot 1784, Section E, DeSoto Village Subdivision, Section 33, Township 1 South, Range 8 West, as shown on Plat of record in Plat Book 12, Pages 22-25, in the Chancery Clerk's Office 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 the said Secretary of Housing and Urban Development, Washington, D.C., his 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.

**This Substitution of Trustee is being recorded to add the correct Power of Attorney to replace the power of attorney attached when the document was recorded in Book 2856 Page 699**

*Prepare*

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed on this  
the 30<sup>th</sup> day of January, 2008.

COUNTRYWIDE HOME LOANS, INC.

By: [Signature]

Its AIF

STATE OF Georgia  
COUNTY OF DeKalb

**POWER OF ATTORNEY  
ATTACHED AS EXHIBIT A**

PERSONALLY appeared before me, the undersigned authority in and for the jurisdiction  
aforesaid, Joel Freedman, known personally to be the  
Attorney-in-fact of the within named, **COUNTRYWIDE HOME LOANS,  
INC.**, 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 30<sup>th</sup> day of  
January, 2008.

My Commission Expires



[Signature]  
NOTARY PUBLIC

Prepared by [Signature] For: [Signature]  
**0723734MS**  
NATIONWIDE TRUSTEE SERVICES, INC.  
1587 Northeast Expressway  
Atlanta, Ga 30329  
770-234-9181 ext 1525

### LIMITED POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, THAT **Countrywide Home Loans, Inc.**, a corporation organized under the laws of the State of New York, ("Principal"), has made, constituted and appointed, and by these presents does make, constitute and appoint, **Morris, Schneider & Prior, LLC, Joel Freedman, Larry, Johnson or Mark Baker**, as its attorney-in-fact ("Attorney-in-Fact") to act with the following limited powers, to wit:

*On behalf of Principal, with respect to a Mortgage or Deed of Trust, the foreclosure, the taking of a Deed In Lieu of Foreclosure, or the completion of judicial or non-judicial foreclosure or termination, cancellation or rescission of any such foreclosure, including without limitation, any and all of the following acts:  
The Substitution of Trustee, the preparation and issuance of statements of breach or non-performance, the preparation and filing of notices of default and/or notices of sale, the cancellation/rescission of notices of default and/or notices of sale.*

FURTHER, the Attorney-in-Fact is authorized to execute, acknowledge and deliver any instrument under seal or otherwise, and to do all things necessary to carry out the intent hereof, hereby granting full power and authority to act in and concerning the conduct of foreclosures and related proceedings as fully and effectually as the Principal may do if personally present, limited however, to the purpose for which this authorization is executed, and subject to the terms and conditions set forth herein and in accordance with the standard of care of a fiduciary agent.

I further declare that any act or thing lawfully done hereunder and within the powers herein stated shall be binding on the Principal, provided however that such power shall be limited to the purposes stated in said instrument(s).

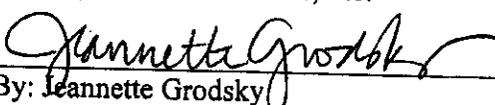
Third parties may rely upon the representations of the Attorney-in-Fact and as to all matters relating to any power granted to them hereunder, and the powers granted hereunder shall continue for three years from the date of execution of this Appointment or until said Appointment is revoked in writing by Countrywide Home Loans, Inc., whichever occurs first.

Nothing contained in this Limited Power of Attorney shall be construed or interpreted to relieve the Attorney-in-Fact from a proper accounting of their actions to Countrywide Home Loans, Inc. and its successors and assigns, but persons dealing with the Attorney-in-Fact shall be under no duty to see that this is done.

IN WITNESS WHEREOF, Countrywide Home Loans, Inc. has caused this document to be executed by its undersigned officer/authorized agent who has hereunto set his hand and seal this 11<sup>th</sup> day of June, 2007.

EXHIBIT A

Countrywide Home Loans, Inc.



By: Jeannette Grodsky  
Title: First Vice President

STATE OF California

COUNTY OF Ventura

I hereby certify that on this 11<sup>th</sup> day of June 2007, before me the undersigned officer, personally appeared Jeannette Grodsky who acknowledged that he is the First Vice President of Countrywide Home Loans, Inc. and that, as such officer, being authorized so to do, executed the foregoing Limited Power of Attorney in the capacity herein stated and for the purposes herein contained, and acknowledged the same to be the act and deed of the corporation named herein.

In Witness Whereof I have hereunto set my hand and official seal.

Jennifer R. Gordon  
Notary Public

My Commission Expires: 10/3/2010

