

Current Borrower: Janice M. Smith
Client Loan Number: 38483533
B&H File Number: 242183
VA/FHA/PMI Number:
Loan Type: FHA
Property Address: 2984 Churchwell Drive, Horn Lake, MS 38637

6/07/07 12:13:17
BK 560 PG 457
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

Indexing Instructions:

SUBSTITUTE TRUSTEE'S DEED

Grantor: Zachary A. Copp, Substitute Trustee

Grantee: THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3

WHEREAS, on June 30, 1999, Janice M. Smith, executed a deed of trust to Patricia O. Jones, Trustee for the benefit of Mortgage Guaranty Corporation, which deed of trust is recorded in Deed of Trust Book 1126 at Page 152 in the office of the Chancery Clerk of Desoto, State of Mississippi; and

WHEREAS, the aforesaid deed of trust was assigned to Trustmark National Bank, by instrument dated June 30, 1999, and recorded in Book 1127 at Page 415 of the records of the aforesaid Chancery Clerk; and

WHEREAS, the aforesaid, THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3, the holder of said deed of trust and the note secured thereby, substitute Zachary A. Copp, as Trustee therein, as authorized by the terms thereof, by instrument dated April 24, 2007, and recorded in the office of the aforesaid Chancery Clerk in Book 2708 at Page 64; and

WHEREAS, default having been made in the terms and conditions of said deed of trust and the entire debt secured thereby, having been declared to be due and payable in accordance with the terms of said deed of trust, and the legal holder of said indebtedness, Countrywide Home Loans, Inc. as attorney in fact for THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3, having requested the undersigned Substitute Trustee to execute the trust and sell land and property in accordance with the terms of said deed of trust for the purpose of raising the sums due thereunder, together with attorney's fees, Substitute Trustee's fees and expense of sale;

WHEREAS, the undersigned Substitute Trustee, after posting and publication of the Notice of Sale as required by the terms of said deed of trust and laws of the State of Mississippi, within legal hours (being between the hours of 11:00 A.M. and 4:00 P.M.), on June 6, 2007, at public outcry offered the hereinafter

BH # 242183/457

described property for sale at the East front door of the County Courthouse at Desoto, County of Desoto, State of Mississippi;

WHEREAS, the Proof of Publication, Affidavit of Posting and the Memorandum of Sale have been prepared and executed to verify all aforesaid events. Said items are attached as proof thereof;

WHEREAS, at the time and place aforementioned, the undersigned received from the hereinafter named grantee a bid of \$102,728.73 which was the highest bid for cash for said land and property, and said bidder was then and there declared to be the purchaser thereof;

NOW, THEREFORE, in consideration of the aforesaid sum, cash in had paid, the receipt whereof is hereby acknowledged, the undersigned does hereby and convey unto THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3 the following described real estate, together with all the improvements and appurtenances thereunto belonging, situated in the County of Desoto, State of Mississippi, to-wit:

LOT 247, F-1, WELLINGTON SQUARE SUBDIVISION, IN SECTION 27 & 28, TOWNSHIP 1 SOUTH, RANGE 8 WEST, DESOTO COUNTY, MISSISSIPPI, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 63, PAGE 20, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.

Also known as 2984 Churchwell Drive, Horn Lake, MS 38637

I hereby convey only such title as is vested in me as Substitute Trustee. WITNESS MY

SIGNATURE, this, the 6 day of June, 2007.

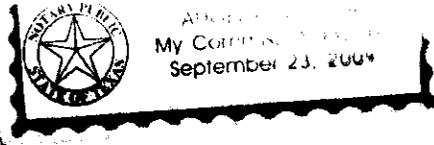


 Zachary A. Copp
 SUBSTITUTE TRUSTEE
 Butler & Hosch, P.A.
 13800 Montfort Drive, Suite 300
 Dallas, Texas 75240
 Telephone No.:(972) 233-2500

STATE OF TEXAS)
)
COUNTY OF DALLAS) ACKNOWLEDGMENT

PERSONALLY came and appeared before me, the undersigned authority in and for the county and state of aforesaid, Zachary A. Copp, Substitute Trustee, who acknowledged to and before me that he executed the foregoing Substitute Trustee's Deed on the day and year therein mentioned, and for the purposes therein expressed.

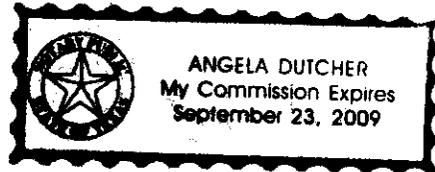
GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE, this, the 6th day of June, 2007



Angela Dutcher
Notary Public
My Commission Expires: 9/23/09

GRANTOR'S NAME, ADDRESS AND PHONE NUMBER:

Zachary A. Copp
Butler & Hosch, P.A.
13800 Montfort Drive, Suite 300
Dallas, Texas 75240
(972)-233-2500



GRANTEE'S NAME, ADDRESS AND PHONE NUMBER (Send Tax Statements to this address):

THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE
REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3
%Countrywide Home Loans, Inc.
7105 Corporate Drive
MS PTX-B-35
Plano, TX 75024
PHWA

THIS DOCUMENT PREPARED BY AND AFTER RECORDING PLEASE RETURN TO:

Kortney R. Gurnell
Butler & Hosch, P.A.
13800 Montfort Drive, Suite 300
Dallas, Texas 75240
(972) 233-2500

Current Borrower: JANICE M. SMITH
Client Loan Number: 38483533
B&H File Number: 242183
VA/FHA/PMI Number:
Loan Type: FHA
Property Address: 2984 Churchwell Drive, Horn Lake, MS 38637

Affidavit of Mortgagee

STATE OF TEXAS §
COUNTY OF DALLAS §

BEFORE ME, the undersigned authority on this day personally appeared Kortney R. Gurnell, who after being duly sworn, deposed as follows:

"1. I am an employee of Butler & Hosch, P.A., attorney for Countrywide Home Loans, Inc., as servicing agent for THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3 at the time of the events hereinafter set forth and make this affidavit for the purpose of declaring the incidents of statutory and contractual compliance of the entity or entities set out below.

2. This affidavit is made with respect to the foreclosure of that certain Deed of Trust dated June 30, 1999, recorded in Volume 1126, Page 152, Real Property Records, Desoto County, Mississippi, executed by Janice M. Smith, to Patricia O. Jones, Trustee, to secure payment of a Note to Mortgage Guaranty Corporation.

3. THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3 is the holder of the indebtedness secured by the Deed of Trust.

4. To the best of my knowledge and belief, proper notice was sent prior to acceleration of indebtedness. All obligations duties of the holder of the debt were performed in the manner required by law and all notices were served on the Debtor at the Debtor's last known address as shown by the records of the holder of the debt.

5. To the best of my knowledge and belief, the mortgagors holding an interest in the above described property were not members of the Armed Forces of the United States of America and had not been members of any such entities for the last three (3) months prior to the date of the Trustee's Sale and the subject hereof and were alive on the date of such sale.

6. At the instructions and on behalf of the holder of the debt or its agent, notice of acceleration of indebtedness and Trustee's Sale was served on every debtor obligated on the debt, by certified and regular mail at least thirty (30) days prior to the date therein specified for sale at the last known address of each such debtor according to the records of the holder of the debt.

7. At the instructions and on behalf of the holder of the debt or its agent, Notice of Trustee's Sale was filed with the Chancery Clerk in the county or counties in which the subject property is situated and copies thereof posted at said courthouse(s) as required by law and in the manner specified by ordinance or custom."

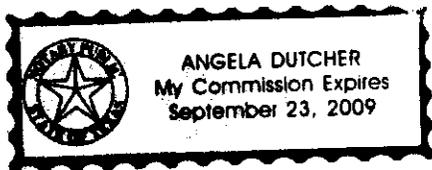
FURTHER AFFIANT SAYETH NAUGHT.

Kortney Gurnell
AFFIANT

STATE OF TEXAS §
COUNTY OF DALLAS §

Sworn to and subscribed before me, the undersigned Notary Public, on this day personally appeared Kortney R. Gurnell, who is the Legal Assistant and duly authorized agent of Butler & Hosch, P.A., on behalf of said law firm, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged to me that she executed the same for the purposes and consideration therein expressed.

Given under my hand and seal of office this 6th day of June, 2007



Angela Dutcher
Notary Public for the State of Texas
Angela Dutcher
Printed Name of Notary Public
My Commission Expires: 9/23/09

Current Borrower: Janice M. Smith
Client Loan Number: 38483533
B&H File Number: 242183
VA/FHA/PMI Number:
Loan Type: FHA
Property Address: 2984 Churchwell Drive, Horn Lake, MS 38637

MEMORANDUM OF SALE

The undersigned Substitute Trustee (hereinafter "Trustee") hereby appoints _____
Josh Malar, to serve as auctioneer for the purpose of conducting the foreclosure sale more particularly described below. This appointment is subject to completion of a satisfactory title examination (including a search for Federal Liens) and the performance of all duties in conformity with Trustee's instructions. All third party bids are subject to confirmation by Trustee prior to sale. Right is reserved by Trustee to reject any bid or to withdraw the property from auction prior to final sale. All sales are subject to review and confirmation by the Trustee, prior to conveyance. The undersigned Trustee reserves the right to reject any bid and to decline to convey the subject property due to mistake (including but not limited to an error in the bid amount), inadequacy of funds, title defects or lack of notice to the IRS, or for any other reasonable cause. If Trustee elects to reject a bid, the funds tendered by the successful bidder will be promptly returned, and the property will be re-advertised for sale at a subsequent date.

Upon confirmation by the Trustee, Trustee will convey only such title as is vested in him. No representations are made concerning title to the subject property or the fitness or merchantability of the same. It is the purchaser's sole responsibility to examine and investigate the title to the property and any related issues, and it shall be the purchaser's responsibility to resolve any issues relating to other liens, taxes or other title problems or issues affecting the subject property. The property will be conveyed without warranty of any kind, it being understood that the property is being sold "as is". The form of conveyance will be that of a Substituted Trustee's Deed, which is in the nature of quitclaim deed.

WITNESS MY SIGNATURE, on this 6 day of June, 2007

Zachary A. Copp, Substitute Trustee
Butler & Hosch, P.A.
13800 Montfort Drive, Suite 300
Dallas, Texas 75240
Telephone No.:(972) 233-2500

RESULTS OF SALE:

DEED OF TRUST FORECLOSED: BOOK 1126 PAGE 152
DATE & TIME OF SALE: June 6, 2007, AT 11:33 A.M./P.M.
AMOUNT OF HIGHEST BID: \$ 1,072,728.73
CONVEY TO: Bank of New York

PHONE: _____

The undersigned acknowledged having read the terms of the auctioneer's appointment and conditions of sale set forth above, and further acknowledge that all bids are subject to approval by the Trustee prior to conveyance, and the sale may be set aside by the Trustee and the funds tendered returned to the bidder, if these conditions are not satisfied.

WITNESS OUR SIGNATURES, on this 6 day of June, 2007.

AUCTIONEER
Printed Name: Josh Maslar

Morgan Jackson
WITNESS
Printed Name: _____

Bank of New York
HIGHEST BIDDER
Printed Name: _____

WITNESS
Printed Name: _____

PROOF OF PUBLICATION

THE STATE OF MISSISSIPPI
COUNTY OF DESOTO

Diane Smith personally appeared before me the undersigned in and for said County and State and states on oath that she is the **CLERK** of the DeSoto Times Today, a newspaper published in the town of Hernando, State and County aforesaid, and having a general circulation said county, and that the publication of the notice, a copy of which is hereto attached, was made in said paper 4 consecutive times, as follows, to-wit:

SUBSTITUTE TRUSTEE'S NOTICE OF SALE
WHEREAS, on June 30, 1999, Janice M. Smith executed a deed of trust to Patricia O. Jones, Trustee for the benefit of Mortgage Guaranty Corporation, which deed of trust is recorded in Deed of Trust Book 1126 at Page 152 in the office of the Chancery Clerk of the County of Desoto, State of Mississippi; and
WHEREAS, the aforesaid deed of trust was assigned to Trustmark National Bank, by instrument dated June 30, 1999, and recorded in Book 1127 at Page 415 of the records of the aforesaid Chancery Clerk; and
WHEREAS, the aforesaid deed of trust was assigned to Countrywide Home Loans, Inc., by instrument dated August 4, 2003, and recorded in Book 1878 at Page 161 of the records of the aforesaid Chancery Clerk; and
WHEREAS, the aforesaid deed of trust was assigned to THE BANK OF NEW YORK AS TRUSTEE FOR THE SEPARATE HOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3, by instrument dated December 19, 2006, and recorded in Book 2835 at Page 69 of the records of the aforesaid Chancery Clerk; and
WHEREAS, the aforesaid, THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3, the holder of said deed of trust and the note secured thereby, substituted April L. Gremillion or Zachary A. Copp or James L. DeLoach as Trustee therein, as authorized by the terms thereof, by instrument dated April 24, 2007 and recorded in the office of the aforesaid Chancery Clerk in Book 2708 at Page 84; and
WHEREAS, default having been made in the terms and conditions of said deed of trust and the entire debt secured thereby, having been declared to be due and payable in accordance with the terms of said deed of trust, and the legal

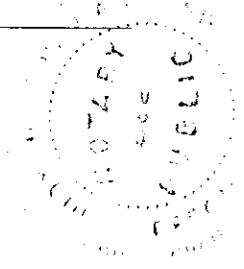
- Volume No. 112 on the 15 day of May, 2007
- Volume No. 112 on the 22 day of May, 2007
- Volume No. 112 on the 29 day of May, 2007
- Volume No. 112 on the 5 day of June, 2007
- Volume No. _____ on the _____ day of _____, 2007
- Volume No. _____ on the _____ day of _____, 2007

Diane Smith

Sworn to and subscribed before me, this 5 day of June, 2007

BY Judy A. Domingas

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: JANUARY 16, 2009
BONDED THRU DIXIE NOTARY SERVICE, INCORPORATED



- A. Single first insertion of 574 words @ .12 \$ 68.88
 - B. 3 subsequent insertions of 1722 words @ .10 \$ 172.20
 - C. Making proof of publication and depositing to same \$ 3.00
- TOTAL PUBLISHER'S FEE: \$ 244.08

holder of said indebtedness, THE BANK OF NEW YORK AS TRUSTEE, FOR THE CERTIFICATEHOLDERS OF THE REPERFORMING LOAN REMIC TRUST CERTIFICATES, SERIES 2003-R3, having requested the undersigned Substitute Trustee to execute the trust and sell said land and property in accordance with the terms of said deed of trust for the purpose of raising the sums due thereunder, together with attorney's fees, Substitute Trustee's fees and expense of sale;
NOW, THEREFORE, I, April L. Gremillion or Zachary A. Copp or James L. DeLoach, Substitute Trustee in said deed of trust, will on June 6, 2007, offer for sale at public outcry for cash to the highest bidder, and sell within legal hours (being between the hours of 11:00 A.M. and 4:00 P.M.) at the East front door of the County Courthouse at Hernando, Desoto County, State of Mississippi, the following described property situated in the County of Desoto, State of Mississippi to-wit:
LOT 247, F-1, WELLINGTON SQUARE SUBDIVISION, IN SECTION 27 & 28, TOWNSHIP 1 SOUTH, RANGE 8 WEST, DESOTO COUNTY, MISSISSIPPI, AS PER PLAT THEREOF RECORDED IN PLAT BOOK 63, PAGE 20, IN THE OFFICE OF THE CHANCERY CLERK OF DESOTO COUNTY, MISSISSIPPI.
Also known as 2984 Churchwell Drive, Horn Lake, MS 38637
I WILL CONVEY only such title as is vested in me as Substitute Trustee.
WITNESS MY SIGNATURE, this the 8th day of May, 2007.
April L. Gremillion or Zachary A. Copp or James L. DeLoach
Substitute Trustee
Butler & Hoesh, P.A.
13600 Morrifort Drive, Suite 300
Dallas, Texas 75240
Telephone No. (972) 233-2500
PUBLISHED: May 15, 2007, May 22, 2007, May 29, 2007, and June 5, 2007.