BOOK 10916 PG 321

WARRANTY DEED

THIS INDENTURE, made and entered into this April 20, 1998, by and between Carlton Enterprises, Inc., a Corporation organized and existing under the laws of the State of Tennessee, with its' principal place of business being located in Loudon County, Tennessee,

hereinafter called Grantor,

and Marlyn W. Russell, a single woman

hereinafter called Grantee.

WITNESSETH: That for the consideration hereinafter expressed the Grantor has bargained and sold and does hereby bargain, sell, convey and confirm unto the Grantee the following described real estate, situated and being in the SECOND (2nd) Civil District of the County of Davidson, State of Tennessee, to wit:

LOCATED and being situated in the SECOND (2nd) Civil District of the County of Davidson, State of Tennessee, and being known and designated as follows, to wit:

Lot 41, Brittany Park Subdivision, JD Phase I-B, a Planned Unit Development, as shown of record in Map Book 9700, Page 610, in the Register's Office of Davidson County, Tennessee to which reference is here made for a more particular description.

0433789
IDENTIFICATION REFERENCE
98 MAY -5 PM 2:06
REGISTER'S OFFICE
DAVIDSON COUNTY, TN.

2890 05/05 0101 03CHECK 295.75

Being ~~all or~~ part of same property described in the Davidson County Register's Deed Book 8128, Page 85, and Deed Book 9242, Page 133.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the Grantee, Grantee's heirs and assigns, in fee simple forever.

The Grantor does hereby covenant with the Grantee that Grantor is lawfully seized in fee of the aforedescribed real estate; that the Grantor has a good right to sell and convey the same; that the same is unencumbered except any taxes not yet due but constituting a lien which are assumed by Grantee;

Any subdivision restrictions, including Plat Book 9700, Pages 46, 263, and 610, JD Plat Book 7900, Page 998, Deed Book 10016, Pages 870 and 900, as amended in Deed Book 10772, Page 988;

Any existing easements, including Plat Book 9700, Pages 46, 263, and 610, JD Plat Book 7900, Page 998, Deed Book 10016, Pages 870 and 900, as amended in Deed Book 10772, Page 988, Book 4202, Page 787, Book 7968, Page 191, Book 8128, Page 92, Book 8174, Page 198, and Book 9938, Page 753;

And that the title and quiet possession Grantor warrants and will forever defend against the lawful claims of all persons.

Any reference to recorded instruments is reference to the Register's Office in said County.

THE CONSIDERATION for this conveyance is Ten Dollars and other good and valuable consideration, the receipt of which is hereby acknowledged.

Carlton Enterprises, Inc.

By: Tammy J. Gray, Closing Manager

The Scrivener of this instrument does not make any representation as to the state of title of the property described herein.

BOOK 10916 PG 322

STATE OF TENNESSEE, COUNTY OF ;ss

On this _____, before me personally appeared

_____

_____

to me known to be the person (or persons) described in and who executed the foregoing instrument, and acknowledged that he, she, or they executed the same as his, her or their free act and deed.

My Commission Expires: _____ _____, NOTARY PUBLIC

STATE OF TENNESSEE, COUNTY OF KNOX ;ss

On this April 20, 1998, before me, the undersigned authority of the State and County mentioned, personally appeared Tammy J. Gray with whom I am personally acquainted, and who acknowledged that such person executed the within instrument for the purposes therein contained, and who further acknowledged that such person is the Closing Manager _____ of the maker or a constituent of the maker and is authorized by the maker or by it's constituent, the constituent being authorized by the maker, to execute this instrument on behalf of the maker.

My Commission Expires: _____ _____, NOTARY PUBLIC

STATE OF TENNESSEE, COUNTY OF ;ss

On this _____, b

_____

to be the person who executed the foregoing instrument in behalf of _____

and acknowledged that he executed the same as the free act and deed of _____

My Commission Expires: _____ _____, NOTARY PUBLIC

STATE OF TENNESSEE,
COUNTY OF DAVIDSON:ss

I, or we, hereby swear or affirm that to the best of affiants knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred whichever is greater, is $ 77,500.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Marlyn W. Russell
Affiant

Subscribed and sworn to before me this 30th day of April, 1998

Jennifer Dunlap
Notary Public

My commission expires: 5/27/2001

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

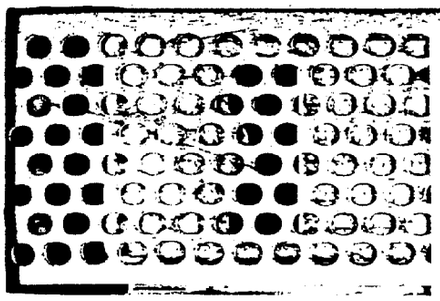
THIS INSTRUMENT PREPARED FOR RECORDING BY:
J. Nolan Sharbel, Attorney
Carlton Plaza, Suite 200
7815 Kingston Pike
Knoxville, Tennessee 37919

State Tax	$	
Register's Fee	$	1.00
Recording Fee	$	
Total	$	

Person or Agency responsible for payment of taxes:
Mortgage Portfolio Services, Inc.

Name Marlyn W. Russell
Address 1039 Brittany Park Drive
Antioch, Tennessee 37013
Property Address 1039 Brittany Park Drive
Antioch, Tennessee 37013
Mail Tax Notice to 5520 LBJ Freeway, Ste 200
Dallas, TX 75240
LOAN NUMBER 0052025
FILE NUMBER 98-04014.JNS
CLT NUMBER
MAP & PARCEL: Part of 162-171

Mail Southland



OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10916 PG 323

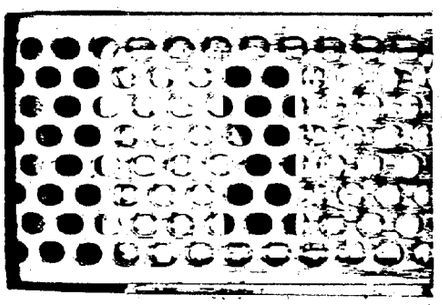
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 77500.00
CON TX 286.75
PRFEE 1.00
WDEED 8.00
TOTAL 295.75
CHECK 295.75

05/05/98 01 14:09 0001 2890

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0433789
IDENTIF. # REFERENCE

98 MAY -5 PM 2:06
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 1288951