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PREPARED BY:
COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TN 37115

SPECIAL WARRANTY DEED

THIS INDENTURE is made and entered into this 24th day of September, 1998 between EMC MORTGAGE CORPORATION, GRANTOR, and SCHMANSKI #2 FLP, A TN LIMITED PARTNERSHIP, GRANTEE(S)

W I T N E S S E T H: That for and in consideration of Ten Dollars ($10.00) and other good and valuable considerations, the receipt of which is hereby acknowledged, EMC MORTGAGE CORPORATION, A DELAWARE CORPORATION, hereinafter referred to as GRANTOR, does hereby bargain, sell, transfer and convey unto SCHMANSKI #2 FLP, A TN LIMITED PARTNERSHIP, hereinafter referred to as GRANTEE, its successors, heirs and assigns, certain real estate located in DAVIDSON County, Tennessee, being more particularly described in Exhibit "A", which is attached hereto and incorporated herein by reference, together with all right, title and interest of GRANTOR in and to any easements and rights-of-way adjoining or abutting said real estate and any covenants and other rights appurtenant thereto (the "Property"). This conveyance of the "Property" and all covenants and warranties contained herein, are made expressly subject to the exceptions and other matters set forth in Exhibit "B", which is attached hereto and incorporated herein by reference.

This is improved property known as 816 HERITAGE CIRCLE, MADISON, TN 37115.

TO HAVE AND TO HOLD said land with the appurtenances, hereditaments, estate, title and interest unto GRANTEE, its heirs, successors and assigns forever. The GRANTOR does covenant and agree with the said GRANTEE that GRANTOR is lawfully seized and possessed of the said real estate and that GRANTOR has a good and lawful right to sell the same. The GRANTOR further covenants that the same is unencumbered except as otherwise set forth in Exhibit "B".

The said GRANTOR hereby covenanting that said GRANTOR and its successors and assigns shall and will WARRANT AND DEFEND the title to the premises unto the said GRANTEE, its successors, heirs and assigns FOREVER against the lawful claims of all persons claiming by, through or under the GRANTOR but none other excepting, however, the general taxes for the calendar year 1998 and thereafter, and special taxes, if any, becoming a lien after the date of this deed.

WITNESS the hand and seal of GRANTOR'S duly authorized official on the day and year first above written.

EMC MORTGAGE CORPORATION
BY: _____
Signature of Officer
Print Name R.E. ADAMS
Print Title ASST. VICE PRESIDENT

RETURN TO:
COMMONWEALTH TITLE AGENCY OF NASHVILLE, INC.
333 GALLATIN ROAD SOUTH
MADISON, TN 3 7115

IDENTIF. # REFERENCE 0493279

98 SEP 29 AM 9:42
REGISTER
DAVIDSON COUNTY, TN.

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

CORPORATE
STATE OF TEXAS)
COUNTY OF DALLAS)

Personally appeared before me, the undersigned Notary Public of the aforesaid County and State, R. E. ADAMS, AVP, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself (or herself) to be ASSISTANT VICE PRESIDENT of EMC MORTGAGE CORPORATION, the within named bargainor, a corporation, and that he/she as such ASSISTANT VICE PRESIDENT, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself (or herself) as ASSISTANT VICE PRESIDENT.

Witness my hand, at office, in TEXAS, DALLAS County, this 23rd, day of SEPTEMBER, 1998.

Patricia L. Bryer
Notary Public

Patricia L. Bryer
Notary Public, State of Texas
My Comm. Expires 08-16-2002

My Commission Expires:

Name and Address of Property Owner:

SCHMANSKI #2 FLP, A TN LIMITED PARTNERSHIP
P.O. Box 1298
Goodlettsville, TN 37070-1298

Property Address:

816 HERITAGE CIRCLE
MADISON, TN 37115

Person Responsible for Taxes:

SAME

Map & Parcel #: MAP 042-07-0-A, PARCEL 065.00

AFFIDAVIT OF VALUE

STATE OF TENNESSEE
COUNTY OF &CO&

I hereby swear or affirm that the actual consideration for this transfer, or value of the property or interest in property transferred, whichever is greater is $64900, which amount is equal to, or greater than, the amount which the property or interest in property transferred, would command at a fair and voluntary sale.

Affiant

Sworn to and subscribed before me, a Notary Public, this 24 day of Sept., 1998.

Notary Public

DAVIDSON COUNTY, TENNESSEE NOTARY PUBLIC DENISE S. ALLEN

EXHIBIT 'A'

Being Lot No. 227 on the Plan of Revised Phase Two, Heritage Square, as of record in Plat Book 5200, page 378, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete legal description.

BEING the same property conveyed to EMC MORTGAGE CORPORATION, by Deed from ROBERT M. WILSON, JR., SUB-TRUSTEE, of record in Book 10762, Page 337, Register's Office for DAVIDSON County, Tennessee.

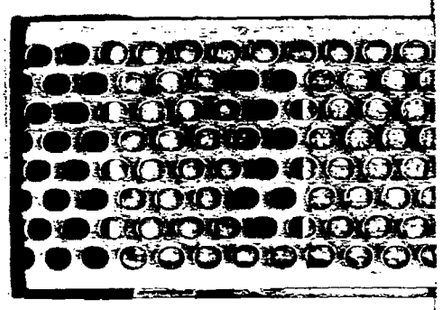
EXHIBIT 'B'

1. All REAL PROPERTY taxes for the year 1998 and subsequent years not yet due and payable (MAP 042-07-0-A, PARCEL 065.00).

2. All matters as set forth on the Plan of record in Plat Book 5200, page 378, said Register's Office, which plan includes a 20-foot easement for public utility and drainage purposes along eastern lot line and a 20-foot easement for public utility and drainage purposes along southern lot line.

3. Declaration of Covenants, Conditions and Restrictions, of record in Deed Book 5490, Page 713, as amended in Book 5588, page 807, Book 5722, page 248, Book 5752, page 886, Book 6071, page 766, Book 6122, page 483 and Book 6407, page 59, Register's Office for DAVIDSON County, Tennessee.

4. Charter of Heritage Square Homeowners Association, of record in Book 5490, page 713, said Register's Office.



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

RECEIVED OF _____

FOR _____

BOOK 11130 PAGE 758

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

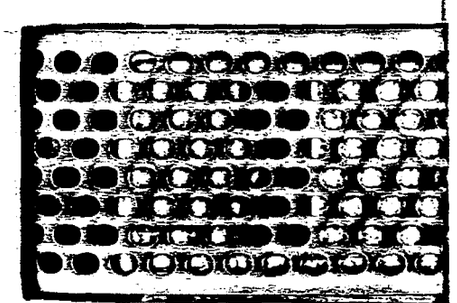
DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT 64900.00
				CON TX 240.13
				PRFEE 1.00
				WDEED 12.00
				CFEE 2.00
				TOTAL 255.13
				CHECK 255.13
			09/29/98 01	09:44 0001 6553

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0493279 IDENTIF. & REFERENCE

98 SEP 29 AM 9:42

GILL BARRETT REGISTER
DAVIDSON COUNTY, TN



No. 1351865