FORM NO WD-1

FILE NO. 37594
FILE BOX "7"

BOOK 11354 PG. 795

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 22,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 9TH DAY OF FEBRUARY 19 99

Notary Public

MY COMMISSION EXPIRES 9/28/2002

NOTARY PUBLIC AT LARGE SEAL

SPECIAL WARRANTY DEED

See attached Exhibits designating authority for execution under pooling and servicing agreements as specified in the title hereto.

THIS INSTRUMENT WAS PREPARED BY
SATURN & MAZER, Attorneys, 212 Third Avenue, North, Nashville, Tennessee 37201
NAME ADDRESS

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
LEONARD AMDUR	S A M E	83-10-156
(NAME) 1004 FATHERLAND ST.	(NAME)	23W 8030
(STREET ADDRESS OR ROUTE NUMBER) NASHVILLE, TN. 37206	(STREET ADDRESS)	
(CITY) (STATE) (PO ZIP)	(CITY) (STATE) (ZIP)	

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE NORWEST BANK MINNESOTA N.A., TRUSTEE

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO LEONARD AMDUR

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS TO-WIT:

BEING Lot No. 7 on the Plat of Mrs. T. P. Parrish's Subdivision of Lot No. 81, Chadwell Home Place, as of record in Book 547, Page 80, Register's Office for said County.

SAID Lot No. 7 fronts 38 1/2 feet on the southerly side of Gaitland Avenue and runs back between parallel lines 135 feet to an alley.

BEING the same property conveyed to NORWEST BANK MINNESOTA N.A., as Trustee under Pooling & Servicing Agreement dated 12-1-97 for SOUTHERN PACIFIC by Substitute Trustee's Deed from I. Dyke Tatum, Substitute Trustee, of record in Book 11050, Page 274, Register's Office for Davidson County, Tennessee.

GRANTOR covenants and binds itself and its representatives to warrant specially and forever defend the title to said real estate to Grantee, his heirs and assigns, against the lawful claims of all persons claiming through and under Grantor but not further or otherwise.

SEE ATTACHED EXHIBIT "A" FOR AUTHORIZATION OF PARTIES TO EXECUTE THIS CONVEYANCE.

unimproved / This is improved X property, known as 1612 Gartland Avenue, Nashville, Tennessee 37206
(House Number) (Street) (P O Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land with the appurtenances estate, title and interest thereto belonging to the said GRANTEES their heirs and assigns, forever, and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out, and we do further covenant and bind ourselves our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES. [illegible] as specified hereinabove.

Witness its hand this 9th day of February, 19 99

NORWEST BANK MINNESOTA N.A., TRUSTEE

By: [signature] Joe Pino AVP of Southern Pacific Funding Corporation
AS ATTORNEY IN FACT AND AS DESIGNATED AGENT OF PRINCIPAL UNDER POOLING AGREEMENT.

BOOK 11354 PG. 796

STATE OF TENNESSEE
Davidson County

Personally appeared before me, _____, a Notary Public in and for said County and State, the within named _____

_____

_____

the bargainor_____, with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that _____executed the within instrument for the purposes therein contained.

Witness my hand and official seal at _____, Tennessee, this _____ day of _____, 19____.

_____Notary Public

Commission Expires_____

STATE OF CALIFORNIA
Sonoma County

Before me, THE UNDERSIGNED a Notary Public in and for the State and County aforesaid, personally appeared JOE PINO

_____

_____

with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Assistant Vice-President of the SOUTHERN PACIFIC FUNDING CORPORATION, a corporation, and that he as such Assistant Vice-President, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Assistant Vice-President.

Witness my hand and official seal at Santa Rosa, California, this 5th day of February, 19 99.

OFFICIAL SEAL - 1077681
SHARON L O'BRIEN
NOTARY PUBLIC - CALIF
COUNTY OF SONOMA
My Comm. Exp. Nov 12, 1999

Sharon L. O'Brien Notary Public

Commission Expires_____

WARRANTY DEED

FROM

TO

05530110

IDENTITY & REFERENCE

99FEB 24 PM 4:16

REGISTER
DAVIDSON COUNTY, TN

EXHIBIT A, Authorization for Conveyance

Southern Pacific Funding Corporation
Santa Rosa Branch
Certificate of Signing Authority

The undersigned, being the duly authorized and elected Secretary of Southern Pacific Funding Corporation, a California corporation (the "Company"), does hereby certify to Norwest Bank that (i) the following list of Company employees are authorized to sign and execute, on behalf of the Company, those specific documents listed beside their names, and (ii) the signatures appearing above their names are the authentic and genuine signatures of each listed employee:

Name and Title:	Documents Authorized to Execute:
Steven Walker Steven Walker - Assistant Vice President Cashier/Payoff Manager	-Reconveyance Documents -Document Release Requests from Custodian -Power of Attorney -Substitution of Trustee -Affidavit of Lost Document
Scott Shusda Scott Shusda - Assistant Secretary - Mortgage Servicing Officer/Payoff Manager	-Reconveyance Documents -Document Release Requests from Custodian -Power of Attorney -Substitution of Trustee -Affidavit of Lost Document
Mary Jones Mary Jones - Assistant Secretary - Mortgage Servicing Officer/Cashier Supervisor	-Reconveyance Documents -Document Release Requests from Custodian -Power of Attorney -Substitution of Trustee -Affidavit of Lost Document

Name and Title:

Lee Hilbert - Assistant Vice President
Foreclosure/Bankruptcy Manager

Documents Authorized to Execute:

-Substitution of Trustee
-Statement of Breach and Election to Sell
-Declaration of Breach and Demand for Sale
-Notice of Demand and Election to Sell
-Notice of Default
-Complaint
-Judgment
-Stipulation to Judgment
-Affidavits
-Grant Deed
-Warranty Deed/Special Warranty Deed
-Assignment of Sheriff's Certificate of Purchase
-Assignment of Deficiency
-Assignments
-Bankruptcy Proofs of Claim
-Preliminary Change of Ownership
-Corporation Grant Deed
-Notice of Possession
-585 Declaration
-Reaffirmation Agreements
-HUD Acceptance Letters
-Apartment Deeds
-Release of Mortgage
-Assignment of Lease
-Power of Attorney to Foreclosure Mortgage

Joe Pino - Assistant Vice President
REO Manager

-Cash for Keys Agreement
-Rental/Early Occupancy Agreement
-Listing Agreement
-Purchase Contracts
-Counter Offers/Contract Addendums
-Escrow Instructions/Amendments
-Affidavits
-Deeds
-Settlement Agreements
-Change of Ownership

JAN.28.1999 1:28PM SPFC REO DEPT. 707 566 2737 NO.167 P.10/11

Name and Title:	Documents Authorized to Execute:
(Joe Pino SigningAuthority continued)	-Proof of Loss -Purchase/Supply Orders -File Storage Forms -Security Access -Agent Authorization
Beth Pavlenkov - Assistant Vice President Trustee Manager	-Notice of Defaults -Substitution of Trustee -Notice of Trustee's Sale -Trustee's Deeds -Grant Deeds -Deeds of Reconveyance
Earl Martine - Assistant Vice President Assumption Manager	-Assumption Agreements -Loan Modification Agreement -Partial Release of Mortgage -Consent and Subordination to Easement -Subordination Agreement
Linda Garcia - Mortgage Servicing Officer Assumption Supervisor	-Assumption Agreements -Loan Modification Agreements -Partial Release of Mortgage -Consent and Subordination to Easement -Subordination Agreement

IN WITNESS WHEREOF, the undersigned has executed this List of Signing Authority as of January 30th, 1998.

Wendy Beth Oliver
Secretary

[Corporate Seal]

JAN.28.1999 1:28PM SPFC REO DEPT. 707 566 2737 NO.167 P.11/11

BOOK 11354 PG. 8[illegible]0

Exhibit A

Pooling and Servicing Agreements
Between
Southern Pacific Secured Assets Corp. (Company), and Southern Pacific Funding Corporation (Master Services) and Norwest Bank Minnesota, N.A. (Trustee):

Series 1997-4 SPSAC dated December 1, 1997

Series 1998-1 SPSAC dated March 1, 1998

Series 1998-2 SPSAC dated June 1, 1998

Servicing Agreement
Between
Southern Pacific Funding Corporation (Master Servicer) and Southern Pacific CMN Trust Series 1998-H1 (Issuer) dated as of June 1, 1998

Series 1998-H1 dated June 25, 1998

JAN.28.1999 1:26PM SPFC REO DEPT. 707 566 2737 NO.167 P.7/11

BOOK 11354 PG. 801

RECEIVED SEP 2 9 1998

POWER OF ATTORNEY

NORWEST BANK MINNESTOA, N.A., a national banking association, (the "Company") hereby irrevocably constitutes and appoints SOUTHERN PACIFIC FUNDING CORPORATION, a California corporation ("SPFC"), and any officer or agent thereof, with full power of substitution, as its true and lawful attorney-in-fact with full irrevocable power and authority in the place and stead of the Company and in the name of the Company or in its own name, from time to time in SPFC's discretion, for the purpose of servicing mortgage loans, to take any and all appropriate action and to execute any and all documents and instruments which may be necessary or desirable to accomplish the purposes of servicing mortgage loans, and, without limiting the generality of the foregoing, the Company hereby gives SPFC the power and right, on behalf of the Company, without assent by the Company, to do the following, to the extent consistent with the terms and conditions of the Pooling and Servicing Agreements and Servicing Agreements attached hereto as Exhibit A :

(A) to direct any party liable for any payment under any loans to make payment of any and all moneys due or to become due thereunder directly to SPFC or as SPFC shall direct and in the name of the Company or its own name, or otherwise, to take possession of and endorse and collect any checks, drafts, notes, acceptances, or other instruments for the payment of moneys due under any loans (including those related to mortgage insurance); (B) to execute substitutions of trustee, assignment, reconveyance documents, foreclosure documents, grant deeds and other instruments conveying real property, and such other documents as SPFC deems necessary to carry out its obligations to service the mortgage loans; (C) to ask or demand for, collect, receive payment of and receipt for, any and all moneys, claims, and other amounts due or to become due at any time in respect of or arising out of any loans; (D) to commence and prosecute any suits, actions, or proceedings at law or in equity in any court of competent jurisdiction to collect the loans or any thereof and to enforce any other right in respect of any loans; and (E) generally, to do, at SPFC's option, at any time, and from time to time, all acts and things which SPFC deems necessary to protect, preserve or realize upon the loans and the liens thereon and to effect the intent of the Agreement, all as fully and effectively as the Company might do.

The Company hereby ratifies all that said attorneys shall lawfully do or cause to be done by virtue hereof. This power of attorney is a power coupled with an interest and shall be irrevocable.

The powers conferred on SPFC are solely to protect SPFC's interests in the loans and shall not impose any duty upon SPFC to exercise any such powers. Neither SPFC nor any of its officers, directors, or employees shall be responsible to the Company for any act or failure to act hereunder.

DATED this 25th day of SEPTEMBER, 1998.

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

NORWEST BANK MINNESOTA, N.A., a national banking association

By: John Drosner
Its:

John Drosner
Assistant Vice President

Norwest Power of Attorney

JAN.28.1999 1:25PM SPFC REO DEPT. 707 566 2737 NO.167 P.5/11

STATE OF MARYLAND

COUNTY OF HOWARD

On September 25, 1998 before me SHARON A. SURGUY personally appeared John Drosner personally known to me on the basis of satisfactory evidence to be the person whose name is subscribed to the within instrument and acknowledged to me That they executed the same in his authorized capacities and that by their signatures on the instrument The persons or the entry upon behalf of which the persons acted, executed the Instrument.

WITNESS my hand and official seal.

Signature Sharon A. Surguy

Sharon A. Surguy
Notary
My Commission Expires 8/1/2002

JAN.28.1999 1:26PM SPEC REO DEPT. 707 566 2737 NO.167 P.6/11

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11354 PG. 803

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	CFEE	- COMPUTER FEE	PRFEE	- PROBATE FEE

0553010

IDENTIF. & REFERENCE

99FEB 24 PM 4:17

ALL-TY REGISTER
DAVIDSON COUNTY, TN.

CAPT	22000.00
CO TX	81.40
PRFEE	1.00
MDEED	32.00
CFEE	2.00
TOTAL	116.40
CHECK	116.40

02/24/99 01 16:14 0001 0102

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1429312