

WARRANTY DEED AND SPECIAL POWER OF ATTORNEY

FOR AND IN CONSIDERATION of the sum of Ten Dollars (\$10.00), cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, the undersigned, DONALD R. WILLIS and wife, BARBARA M. WILLIS, do hereby sell, convey and warrant unto CHARLES PAYNE AND WIFE, TINNIE D. PAYNE, As joint tenants wih full rights of survivorship and not as tenants in common

_____, the following described land and property lying and being situated in DeSoto County, Mississippi, to-wit:

Lot 101, Section B, Apple Creek Subdivision, in Section 10, Township 2 South, Range 8 West, DeSoto County, Mississippi, as per plat thereof recorded in Plat Book 27, Pages 23-26, in the Office of the Chancery Clerk of DeSoto County, Mississippi.

THIS CONVEYANCE is made subject to any and all applicable building restrictions, restrictive covenants, rights-of-way, easements and mineral reservations of record.

IT IS AGREED AND UNDERSTOOD that ad valorem taxes for the current year have been prorated.

AND WE DO BY THESE PRESENTS make, constitute and appoint Cendant Mobility Services Corporation, a Delaware Corporation ("Agent") and/or Mid South Title Agency, Inc, a Mississippi Corporation ("Agent") and/or its authorized and designated agents or representatives, as our true and lawful agent and attorney-in-fact to do and perform for us in our name, place and stead, and for our use and benefit, to execute a standard form lien waiver and any other documents necessary for delivery of this deed and to complete the sale of the property herein described, including, but not limited to, the HUD-1 Settlement Statement, HUD-1 Certification, Affidavit of Purchaser and Seller, Lender Assumption Statements and/or Modification Agreement, Lender Compliance Agreement, and any other documents required for said sale and conveyance. We further give and grant unto our Agent full power and authority to do and exercise of any of the foregoing powers as fully as we might or could do if personally present, with full power of substitution and revocation, hereby ratifying and confirming all that our Agent shall lawfully do or cause to be done by virtue hereof. This Power of Attorney shall not be affected by disability, incompetency or incapacity of the Principal, and shall be governed by the laws of the State of Mississippi. This Power of Attorney is coupled with an interest and shall remain in force and effect until the sale contemplated is closed, and shall not be revoked by either of the undersigned prior to said time.

STATE MS.-DESOTO CO. 13^c
FILED

MAY 11 1 51 PM '00

BK 372 PG 590
W.E. DAVIS CLERK

WITNESS THE SIGNATURE OF THE GRANTORS, this the 16TH day of June, 1999

Donald R. Willis
DONALD R. WILLIS

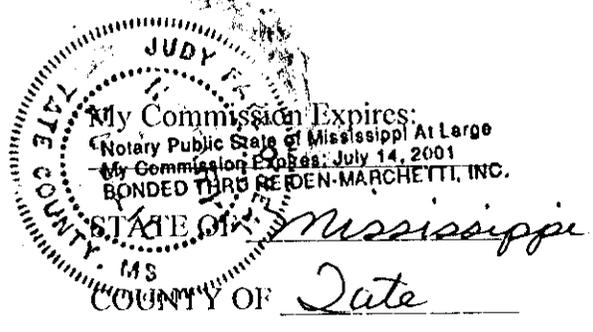
Barbara M. Willis
BARBARA M. WILLIS

STATE OF Mississippi
COUNTY OF Late

PERSONALLY came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named DONALD R. WILLIS, who acknowledged to me that he signed, executed and delivered the above and foregoing Warranty Deed and Special Power of Attorney on the day and year therein mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE, this the 16TH day of June, 1999

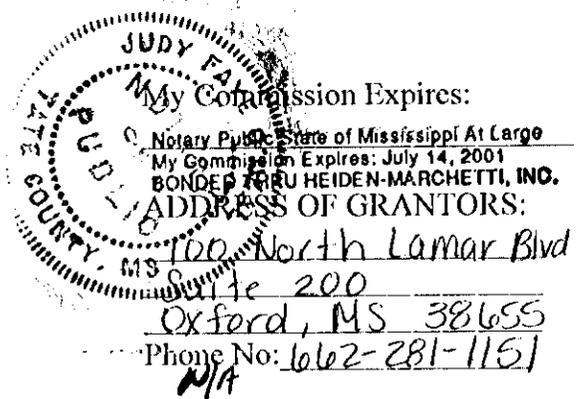
Judy O'Neal
NOTARY PUBLIC



PERSONALLY came and appeared before me, the undersigned authority in and for the jurisdiction aforesaid, the within named BARBARA M. WILLIS, who acknowledged to me that she signed, executed and delivered the above and foregoing Warranty Deed and Special Power of Attorney on the day and year therein mentioned.

GIVEN UNDER MY HAND AND OFFICIAL SEAL OF OFFICE, this the 16TH day of June, 1999

Judy O'Neal
NOTARY PUBLIC



ADDRESS OF GRANTEEES:
4760 Jonathan Drive
Nesbit, MS 38651
Phone No: 393-2473
N/A

This instrument prepared by:

Fred A. Ross, Jr.
Attorney for Cendant Mobility Services
499 South President Street/ P.O. Box 23429
Jackson, MS 39201 / 39225-3429

RETURN TO:
AUSTIN LAW FIRM
ATTORNEYS AT LAW
230 GOODMAN ROAD, SUITE 510
SOUTHAVEN, MISSISSIPPI 38671
601-349-2234