

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 DOLLARS (\$10.00), cash in hand paid and other good, legal and valuable considerations, the receipt of all of which is hereby acknowledged, the undersigned, **THE BANK OF NEW YORK AS TRUSTEE UNDER THE POOLING AND SERVICING AGREEMENT** dated JULY 31, 1998, SERIES 1998-B, whose address is 4111 South Darlington, Suite 300, Tulsa, OK 74135, by these presents, does hereby sell, convey and specially warrant unto **HAROLD B. WILLIAMS, JR.**

the land and property which is situated in the County of DeSoto, State of Mississippi, described as follows, to-wit:

Lot 615, Section B, DeSoto Village, S 33 & 34, T1S, R8W, as shown on plat of record in Plat Book 8, Page 6, in the Chancery Clerk's Office, DeSoto County, Mississippi, to which plat reference is hereby made for a more particular description of said property.

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

IT IS AGREED and understood that the taxes for the current year have been prorated as of this date on an estimated basis. When said taxes are actually determined, if the proration as of this date is incorrect, then the Grantor agrees to pay to the Grantee or his/her assigns any amount which is a deficit on an actual proration and likewise, the Grantee agrees to pay to the Grantor any amount overpaid by Grantor.

WITNESS THE SIGNATURE of the Grantor, this the 1st day of Oct, 2001.

THE BANK OF NEW YORK, AS TRUSTEE
UNDER THE POOLING AND SERVICING
AGREEMENT DATED JULY 31, 1998,
Series 1998-B

By: Deborah Kaufman

Deborah Kaufman
Designated Signer

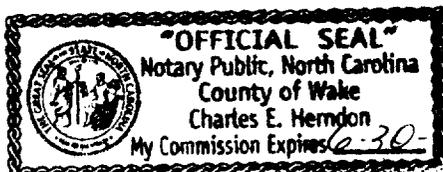


STATE OF NC
COUNTY OF Wake

PERSONALLY came and appeared before me, the undersigned authority in and for the said county and state aforesaid on this 1st day of Oct, 2001, within my jurisdiction, the within named Deborah Kaufman, personally known to me to be the Designated Signer for any of the within named **THE BANK OF NEW YORK**, as Trustee under the Pooling and Servicing Agreement dated July 31, 1998, Series 1998-B, who as such officer acknowledged that he/she executed the above and foregoing instrument for the purposes recited on the date therein set forth, all as and for the act and deed of said entity, he/she being first duly authorized so to do.

GIVEN UNDER my hand and official seal of office.

Charles E. Herndon
Notary Public



My Commission Expires:

no home # wk
Grantor Phone No: 630-545-5306, 4111 South Darlington, Suite 300, Tulsa, OK 74135
Grantee Phone No. HM# 662-429-1823 WK# 662-342-1545
6330 Greenbriar, Horn Lake, MS 38637

PREPARED BY:
JOHN D. AINSWORTH, ATTORNEY
P.O. BOX 12326
JACKSON, MS 39236
TELEPHONE (601)944-1135

STATE MS.-DESOTO CO.
FILED

Oct 17 2 21 PM '01

WALKER, BROWN & BROWN, P.A.
ATTORNEYS AT LAW
P. O. BOX 276
HERNANDO, MS 38632-0276

BK 401 to 323
WALKER