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10/06/09 11:49:31
DK W BK 618 PG 347
DESOTO COUNTY, MS
W.E. DAVIS, CH CLERK

Prepared By:
Delta Title Corporation
REO Department
3520 Holiday Drive
Suite B
New Orleans LA 70114
504-367-8121

Return To:
Delta Title Corporation
REO Department
3520 Holiday Drive
Suite B
New Orleans LA 70114
504-367-8121

STATE OF Mississippi
COUNTY OF DeSoto

SPECIAL WARRANTY DEED

File # 77694

For and in consideration of the sum of TEN AND NO/100 (\$10.00) DOLLARS, cash in hand paid, and other good, legal and valuable consideration, the receipt of which is hereby acknowledged, I/we (hereinafter referred to as "Grantor"),

**Deutsche Bank National Trust Company as Trustee under the Pooling and Servicing Agreement dated as of November 1, 2005, GSAMP Trust 2005-HE5.
7700 West Palmer Lane, Bldg D
Austin TX 78729
972-223-5200**

do/does hereby sell, convey, and transfer without warranty of title unto (hereinafter referred to as "Grantee")

**Nationwide Holdings, LLC
3774 Prado De Oro
Calabasas CA 91302
901-497-4863**

all that certain tract or parcel of land lying and being situated and located in DeSoto County, Mississippi, being more particularly described as follows, to-wit:

LOT 774, SECTION C, Revised Plan, SOUTHAVEN SUBDIVISION in Section 23, Township 1 South, Range 8 West, Desoto County, Mississippi, as per plat thereof recorded in Plat Book 2, Pages 19-22, in the office of the Chancery Clerk of Desoto County, Mississippi.

Improvements thereon bear municipal number 8430 Conerly Drive East, Southaven, MS 38671.

Being the same property acquired by Deutsche Bank National Trust Company, as trustee, by virtue of Substituted Trustee's Deed from James L. DeLoach, Substituted Trustee, dated 07/14/2009, filed 07/21/2009, and recorded in Book 612, Page 478.

Together with all rights, ways, and improvements situated thereon, and the perpetual right of ingress and egress over and upon all streets, roads, avenues and boulevards shown on said subdivision plat, if any is filed.

This conveyance is made subject to:

FNF

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SPECIAL WARRANTY DEED

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All oil, gas, and other minerals, in and under the subject property reserved or conveyed by former owners;

Rights of parties in possession, deficiency in quantity of land, boundary line disputes, roadways, unrecorded servitudes or easements, any matters not of record, including lack of access, which would be disclosed by an accurate survey and inspection of the property, and easements or other uses of subject property not visible from the surface;

Any applicable subdivision, health department, zoning and other regulations in effect in DeSoto, Mississippi, restrictions and restrictive covenants of record in DeSoto, Mississippi and/or on the official plat of said subdivision, if any is filed.

THE PARTIES TO THIS ACT TAKE COGNIZANCE OF THE FOLLOWING:

Deletion of any covenant, condition or restriction indicating a preference, imitation or discrimination based on race, color, religion, sex, handicap, familial status, or national origin to the extent such covenants, conditions or restrictions violate 42 USC 3604 (c).

Any loss or damage arising out of discrepancies or shortage in the square footage, acreage or area of land.

Title to any and all mobile or manufactured homes immobilized or located upon the subject property.

Title to all oil, gas and other minerals.

Mention of the foregoing is made for informational purposes only and shall not constitute a reestablishment or recreations of any rights or obligations thereunder.

By acceptance and delivery of this Deed, Grantee herein does hereby agree to abide by and in no way violate the Declaration of Restrictions, Conditions, Easements, Covenants, Agreements, Liens and Charges, and the Amendment or Amendments thereto, if any, applicable to the above described property and recorded in the Office of the Chancery Court of DeSoto, Mississippi.

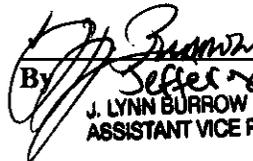
Grantors warrant payment of all taxes up to and including the year 2008. Taxes for all subsequent years have been expressly assumed by the Grantee.

SPECIAL WARRANTY DEED
File # 77694

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IN WITNESS HEREOF, the Grantor has caused this instrument to be duly executed this 28th day of September, 2009.

**Deutsche Bank National Trust Company as
Trustee under the Pooling and Servicing
Agreement dated as of November 1, 2005,
GSAMP Trust 2005-HE5 by Litton Loan
Servicing, LP, its Agent and Attorney-in-Fact**

By 
J. LYNN BURROW
ASSISTANT VICE PRESIDENT

SPECIAL WARRANTY DEED

File # 77694

OK W BK 618 PG 350

STATE OF Tx
COUNTY OF HARRIS

Personally appeared before me, the undersigned authority in and for the said county and state, on this 16 day of Sept, 2009, within my jurisdiction, the within named J. LYNN BURROW, authorized agent for Litton Loan Servicing, LP, who acknowledged that they are Attorney-in-Fact for Deutsche Bank National Trust Company as Trustee under the Pooling and Servicing Agreement dated as of November 1, 2005, GSAMP Trust 2005-HE5 and that in said representative capacity executed the above and foregoing document, after first having been duly authorized so to do.

Given under my hand and official seal, in HARRIS County, Tx State, this 16 day of Sept, 2009

Deutsche Bank National Trust Company as Trustee
under the Pooling and Servicing Agreement dated as of
November 1, 2005, GSAMP Trust 2005-HE5 by Litton
Loan Servicing, LP, its Agent and Attorney-in-Fact

By J. Lynn Burrow
J. LYNN BURROW
ASSISTANT VICE PRESIDENT

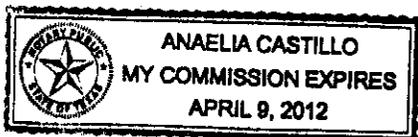
[Signature]

Notary Public

Print Name

My Commission Expires:

Bar Roll/Notary No.:



After recording, return to:
FNF Title Svs, LLC
6880 Cobblestone Blvd, Ste 2
Southaven, MS 38672
(662) 892-6536
File # S 16621

LITTON LOAN SERVICING LP

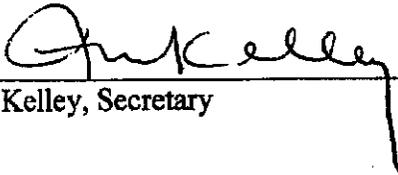
SECRETARY'S CERTIFICATE

The undersigned, as Secretary of Litton Loan Servicing LP (the "Company"), a Delaware limited partnership, does hereby certify as follows:

The attached resolution to appoint officers of the Company was executed by Unanimous Written Consent by the Board of Managers of Litton GP LLC as of December 10, 2007 and remains effective as of the date hereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and the seal of the Company as of this the 20th day of February 2008.

LITTON LOAN SERVICING LP

By: 
Ann Kelley, Secretary

Unanimous Written Consent
Litton GP LLC
December 10, 2007

RESOLVED, the Company, as the General Partner of Litton Loan Servicing LP (the "Partnership") and in accordance with the Amended and Restated Limited Liability Partnership Agreement dated as of January 1, 2000 (as amended to date), hereby appoint the persons listed in Exhibit A attached hereto to the officer positions set forth opposite such person's name, with such appointments to be effective simultaneously with the closing (the "Effective Time") of the transactions contemplated by the Purchase Agreement by and between Credit-Based Asset Servicing and Securitization LLC and The Goldman Sachs Group, Inc.;

RESOLVED, that as of the Effective Time, all prior appointments of officerships shall be terminated; and it is

RESOLVED, the foregoing persons all actions heretofore taken by the officers of the Partnership be, and they hereby are, approved, adopted, ratified, and confirmed in all respects.

As of 12-10-07

**EXHIBIT A
OFFICERS OF LITTON LOAN SERVICING LP**

<u>Office</u>	<u>Name</u>
Senior Executive Officers:	
Founding Director	Larry B. Litton, Sr.
Executive Officers:	
President and Chief Executive Officer	Larry B. Litton, Jr.
Senior Vice President and Chief Financial Officer (CFO)	Elizabeth Folk
Senior Vice President and Assistant Secretary	Janice McClure
Senior Vice President and Chief Technology Officer	Jeff Roberts
Senior Vice President	Elizabeth Hopkins
Senior Vice President	Richard Bauerband
Senior Vice President	Robert Tompkins
Senior Vice President	Shane Ross
Senior Vice President, General Counsel and Secretary	Ann Kelley
Vice President, Deputy General Counsel and Assistant Secretary	Lisa Holland
Vice President and Controller	Marisol Allgeier
Vice President	Angelica Chapa
Vice President	Becki Sellers
Vice President	Bill R. Gilbert
Vice President	Brett Berg
Vice President	Chris Wyatt
Vice President	Debra Lyman
Vice President	Debra Thayer
Vice President	Dee Anne Lerma
Vice President	John Crandall
Vice President	Joseph Corona
Vice President	Joseph Laigaie
Vice President	Kathryn Bartz
Vice President	Matthew Martin
Vice President	Mike Bailey
Vice President	Oscar Southall
Vice President	Randall Reynolds
Vice President	Richard Williams
Vice President	Stacey Bayley
Vice President	Toby Gallegos
Vice President	Tomas Hruska

