

SECURITIES AND EXCHANGE COMMISSION

FORM 10-K/A

Annual report pursuant to section 13 and 15(d) [amend]

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FILER

NORWEST ASSET SEC CORP MORT PASS THR CERT SER 1998-30 TRUST

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SIC: **6189** Asset-backed securities

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SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 10-K/A
Amendment No.1

(Mark One)

/ ANNUAL REPORT PURSUANT TO SECTION 13 OR 15(d) OF
THE SECURITIES EXCHANGE ACT OF 1934
For the fiscal year ended December 31, 1998 or

/ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

Commission File No.: 333-45021-29

Norwest Asset Securities Corporation
Mortgage Pass-Through Certificates
Series 1998-30 Trust
(Exact name of registrant as specified in its charter)

New York 52-2151948, 52-2151949
(State or other jurisdiction (I.R.S. Employer
of incorporation or Identification No.)
organization)

c/o Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, Maryland 21044
(Address of principal executive offices) (ZIP Code)

Registrant's telephone number, including area code:
(410) 884-2000

Securities to be registered pursuant to Section 12(b)
of the Act:

NONE

Securities to be registered pursuant to Section 12(g)

of the Act:

NONE

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No

This Amendment No. 1 on Form 10-K/A amends Item 14 of the original Annual Report on Form 10-K (the "Original Form 10-K") filed on March 25, 1999, on behalf of Norwest Asset Securities Corporation Mortgage Pass-Through Certificates Series 1998-30 Trust established pursuant to a Pooling and Servicing Agreement among NORWEST ASSET SECURITIES CORPORATION (Seller) and NORWEST BANK MINNESOTA, NATIONAL ASSOCIATION (Master Servicer) and FIRST UNION NATIONAL BANK (Trustee), pursuant to which the Norwest Asset Securities Corporation Mortgage Pass-Through Certificates Series 1998-30 Trust registered under the Securities Act of 1933 (the "Certificates") were issued.

Item 14 of the Original Form 10-K is amended to read in its entirety as follows:

Item 14. Exhibits, Financial Statement Schedules, and Reports on Form 8-K.

(a) Exhibits

(99.1) Annual Independent Accountants' Servicing Reports concerning servicing activities for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>
- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F1>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

(99.2) Report of Management as to Compliance with Minimum Servicing Standards for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>
- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F2>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

(99.3) Annual Statements of Compliance under the Pooling and Servicing Agreements for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>
- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F1>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

(99.4) Aggregate Statement of Principal and Interest Distributions to Certificate Holders.<F3>

- (b) No reports on Form 8-K have been filed during the last quarter of the period covered by this report.
- (c) Not applicable.
- (d) Omitted.

<F1> Filed herewith.

<F2> Such document (i) is not filed herewith since such document was not received by the reporting person at least three business

days prior to the due date covered by this report: and (ii) will be included in an amendment to this report on Form 10-K/A to be filed within 30 days of the Reporting Person's receipt of such document.

<F3> Previously filed.

SIGNATURE

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized:

Norwest Asset Securities Corporation
Mortgage Pass-Through Certificates
Series 1998-30 Trust

Signed: Norwest Bank Minnesota, N.A., as Master Servicer

By: Sherri J. Sharps, Vice President

By: /s/ Sherri J. Sharps, Vice President

Dated: December 22, 1999

Exhibits

Exhibit No.

99.) Annual Independent Accountants' Servicing Reports concerning servicing activities for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>
- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F1>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

99.2 Report of Management as to Compliance with Minimum Servicing Standards for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>

- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F2>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

99.3 Annual Statements of Compliance under the Pooling and Servicing Agreements for the year ended December 31, 1998.

- a) BANCOKLAHOMA MTG <F1>
- b) BANK UNITED <F1>
- c) CHARTER BANK FOR SAVINGS <F1>
- d) COUNTRYWIDE FUNDING <F1>
- e) FT MTG COMPANIES <F1>
- f) GMAC MTG CORP <F1>
- g) HIBERNIA NATIONAL BANK <F1>
- h) HOMESIDE LENDING INC (FL) <F1>
- i) MERRILL LYNCH CREDIT CORP <F1>
- j) NATIONAL CITY MTG CO <F1>
- k) NORTH AMERICAN MTG <F1>
- l) NORWEST MTG INC <F1>
- m) SUN TRUST MTG INC <F1>

99.4 Aggregate Statement of Principal and Interest Distributions to Certificate Holders.<F3>

<F1> Filed herewith.

<F2> Such document (i) is not filed herewith since such document was not received by the reporting person at least three business days prior to the due date covered by this report: and (ii) will be included in an amendment to this report on Form 10-K/A to be filed within 30 days of the Reporting Person's receipt of such document.

<F3> Previously filed.

(LOGO)
ERNST & YOUNG LLP

3900 One Williams Ctr. (74172)
P.O. Box 1529
Tulsa, Oklahoma 74101

Phone: 918 560 3600
Fax: 918 560 3691

Report of Independent Accountants on
Management's Assertion on Compliance with Minimum Servicing Standards
Set Forth in the Uniform Single Attestation Program for
Mortgage Bankers

The Board of Directors
BOK Financial Corporation and Subsidiaries
(including Bank of Oklahoma, N.A.)

We have examined management's assertion, included in the accompanying report titled Report of Management on Compliance with Minimum Servicing Standards Set Forth in the Uniform Single Attestation Program for Mortgage Bankers, that Bank of Oklahoma's Mortgage Banking Division (the "Division") complied with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers ("USAP") during the year ended December 31, 1998. Management is responsible for the Division's compliance with those requirements. Our responsibility is to express an opinion on management's assertion about the Division's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Division's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Division's compliance with specified requirements.

In our opinion, management's assertion that the Division complied with the aforementioned requirements during the year ended December 31, 1998 is fairly stated, in all material respects.

ERNST & YOUNG LLP

March 23, 1999

(LOGO)

Deloitte & Touche LLP
Suite 2300
333 Clay Street
Houston, Texas 77002-4196

Telephone (713) 756-2000
Facsimile: (713) 756-2001

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of Bank United:

We have examined management's assertion about Bank United and its subsidiaries' (the "Bank") compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers ("USAP") as of and for the period ended September 30, 1998 included in the accompanying management assertion. Management is responsible for the Bank's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the Bank's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Bank's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Bank's compliance with the minimum servicing standards.

In our opinion, management's assertion that the Bank complied with the aforementioned minimum servicing standards as of and for the period ended September 30, 1998 is fairly stated, in all material respects.

Deloitte & Touche LLP

October 21, 1998

(LOGO)

6565 Americas Parkway, NE #700
Post Office Box 3939
Albuquerque, NM 87190

Independent Auditors' Report

The Board of Directors Charter Bank:

We have examined management's assertion about Charter Bank's compliance with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) as of and for the year ended December 31, 1998 included in the accompanying management assertion. Management is responsible for Charter Bank's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about Charter Bank's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about Charter Bank's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on Charter Bank's compliance with the minimum servicing standards.

In our opinion, management's assertion that Charter Bank has complied in all material respects with the aforementioned minimum servicing standards, as of and for the year ended December 31, 1998, is fairly stated, in all material respects.

KPMG LLP

March 5, 1999

(LOGO)

Accountants and Management Consultants

The US Member Firm of
Grant Thornton International

REPORT OF INDEPENDENT ACCOUNTANTS ON MANAGEMENT'S
ASSERTION ON COMPLIANCE WITH MINIMUM SERVICING STANDARDS SET FORTH IN THE
UNIFORM SINGLE ATTESTATION PROGRAM FOR MORTGAGE BANKERS

Board of Directors
Countrywide Credit Industries, Inc.

We have examined management's assertion about Countrywide Credit Industries, Inc. and Subsidiaries (which includes its wholly-owned subsidiary, Countrywide Home Loans, Inc.) ("the Company") compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) as of and for the year ended February 28, 1999 included in the accompanying management assertion. Management is responsible for the Company's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the entity's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the minimum servicing standards.

In our opinion, management's assertion that Countrywide Credit Industries, Inc. and Subsidiaries (which includes wholly-owned subsidiary, Countrywide Home Loans, Inc.) complied with the aforementioned minimum servicing standards as of and for the year ended February 28, 1999 is fairly stated, in all material respects.

Grant Thornton LLP

Los Angeles, California March 23, 1999

Suite 700
1000 Wilshire Blvd.
Los Angeles, CA 90017-2464
Tel: 213 627-1717
Fax: 213 624-6793

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To the Stockholder of FT Mortgage Companies:

We have examined management's assertion about FT Mortgage Companies' (the "Company") compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) and that the Company had in effect a fidelity bond policy in the amount of \$70,000,000 and an errors and omissions policy in the amount of \$50,000,000 as of and for the year ended December 31, 1998, included in the accompanying management assertion letter. Management is responsible for the Company's compliance with those minimum servicing standards and for maintaining a fidelity bond and errors and omissions policy. Our responsibility is to express an opinion on management's assertion about the Company's compliance with the minimum servicing standards and maintenance of a fidelity bond and errors and omissions policy based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the minimum servicing standards.

In our opinion, except for the matters disclosed therein, management's assertion that the Company complied with the aforementioned minimum servicing standards and that the Company had in effect a fidelity bond policy in the amount of \$70,000,000 and an errors and omissions policy in the amount of \$50,000,000 as of and for the year ended December 31, 1998, is fairly stated, in all material respects.

Arthur Andersen, LLP

Memphis, Tennessee, February 12, 1999.

(logo)
PriceWaterhouseCoopers
PricewaterhouseCoopers LLP
650 Third Avenue South
Park Building
Suite 1300
Minneapolis MN 55402-4333
Telephone (612) 596 6000
Facsimile (612) 373 7160

Report of Independent Accountants

March 8, 1999

To the Board of Directors and Stockholder of GMAC Mortgage Corporation:

We have examined management's assertion about GMAC Mortgage Corporation and its subsidiaries' (the "Company") compliance with the minimum servicing standards ("standards") identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers ("USAP") as of and for the year ended December 31, 1998 included in the accompanying management assertion (see Exhibit I). Management is responsible for the Company's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the entity's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the standards.

In our opinion, management's assertion that the Company complied with the aforementioned standards as of and for the year ended December 31, 1998 is fairly stated, in all material respects.

PriceWaterhouseCooper LLP

(logo)

ERNST & YOUNG LLP

4200 One Shell Square
701 Poydras Street
New Orleans
Louisiana 70139-9869
Phone: 504 581 581-4200

Report of Independent Auditors on Management's Assertion on Compliance with
Minimum Servicing Standards Set Forth in the
Uniform Single Attestation Program for Mortgage Bankers

The Directors' Audit Committee
Hibernia Corporation

We have examined management's assertion, included in the accompanying report titled Report of Management, that Hibernia National Bank (the Company), a wholly owned subsidiary of Hibernia Corporation, complied with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) during the year ended December 31, 1998. Management is responsible for the Company's compliance with those requirements. Our responsibility is to express an opinion on management's assertion about the Company's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with specified requirements.

In our opinion, management's assertion that the Company complied with the aforementioned requirements during the year ended December 31, 1998, is fairly stated, in all material respects.

Ernst & Young LLP

March 18, 1999

(logo)
KPMG Peat Marwick LLP

Suite 2700, Independent Square
One Independent Drive
R.O. Box 190
Jacksonville, FL 32201-0190

Independent Auditors' Report

The Board of Directors
HomeSide Lending, Inc.:

We have examined management's assertion about HomeSide Lending, Inc. and subsidiaries' (the Company's) compliance with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage-Bankers and that the Company had in effect a fidelity bond and errors and omissions policy in the amount of \$76 million and \$20 million, respectively, as of September 30, 1998 and for the period from February 11, 1998 through September 30, 1998, included in the accompanying management assertion letter. Management is responsible for the Company's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the Company's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about, the Company's compliance with the minimum, servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the minimum servicing standards.

In our opinion, management's assertion that HomeSide Lending, Inc. and subsidiaries have complied in all material respects with the aforementioned minimum servicing standards and that the Company had in effect a fidelity bond and errors and omissions policy in the amount of \$76 million and \$20 million, respectively, as of September 30, 1998 and for the period from February 11, 1998 through September 30, 1998 is fairly stated, in all material respects.

KPMG Peat Marwick LLP

December 11, 1998

(logo)

(LOGO)

Deloitte & Touche LLP
Suite 2801
One Independent Drive
Jacksonville, Florida
32202-5034

Telephone: (904) 665-1400
Facsimile: (904) 355-9104

INDEPENDENT ACCOUNTANTS' REPORT ON MANAGEMENT'S ASSERTION ABOUT COMPLIANCE WITH
UNIFORM SINGLE ATTESTATION PROGRAM REQUIREMENTS

Merrill Lynch Credit Corporation and subsidiaries:

We have examined management's assertion about Merrill Lynch Credit Corporation and subsidiaries' (the "Company") compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) as of and for the fiscal year ended December 25, 1998, included in the accompanying management assertion. Management is responsible for the Company's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the Company's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the minimum servicing standards.

In our opinion, management's assertion that Merrill Lynch Credit Corporation and subsidiaries complied with the aforementioned minimum servicing standards as of and for the fiscal year ended December 25, 1998 is fairly stated, in all material respects.

Deloitte & Touche

February 22, 1999

(LOGO)

(LOGO)

ERNST & YOUNG LLP

1300 Huntington Building
925 Euclid Avenue
Cleveland, Ohio 44115-1405

Phone: 216 861 5000

Report on Management's Assertion on Compliance with Minimum Servicing Standards
Set Forth in the Uniform Single Attestation Program
for Mortgage Bankers

Report of Independent Accountants

Board of Directors
National City Mortgage Co.

We have examined management's assertion, included in the accompanying report titled Report of Management, that National City Mortgage Co. (NCM) complied with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) during the year ended December 31, 1998. Management is responsible for NCM's compliance with those requirements. Our responsibility is to express an opinion on management's assertions about NCM's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about NCM's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on NCM's compliance with specified requirements.

In our opinion, management's assertion, that NCM complied with the aforementioned requirements during the year ended December 31, 1998, is fairly stated, in all material respects.

Ernst & Young LLP

January 29, 1999

Ernst & Young LLP is a member of Ernst & Young International, Ltd.

(LOGO)

KPMG
Financial Services
757 Third Avenue
New York, NY 10017

Independent Auditors' Report

The Board of Directors
North American Mortgage Company:

We have examined management's assertion about North American Mortgage Company's (the Company) compliance with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers, as of and for the year ended December 31, 1998 included in the accompanying management assertion. Management is responsible for the Company's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the Company's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on the Company's compliance with the minimum servicing standards.

In our opinion, management's assertion that the Company has complied in all material respects with the aforementioned minimum servicing standards as of and for the year ended December 31, 1998 is fairly stated, in all material respects.

KPMG LLP

March 25, 1999

(LOGO)
KPMG Peat Marwick LLP

2500 Ruan Center
RO. Box 772
Des Moines, IA 50303

INDEPENDENT AUDITORS' REPORT

The Board of Directors
Norwest Mortgage, Inc.:

We have examined management's assertion about Norwest Mortgage Banking's compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP) as of and for the year ended December 31, 1998, included in the accompanying management assertion. Management is responsible for Norwest Mortgage Banking's compliance with those minimum servicing standards. Our responsibility is to express an opinion on management's assertion about the entity's compliance based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about Norwest Mortgage Banking's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination on Norwest Mortgage Banking's compliance with the minimum servicing standards.

In our opinion, management's assertion that Norwest Mortgage Banking complied with the aforementioned minimum servicing standards as of and for the year ended December 31, 1998, is fairly stated, in all material respects.

KPMG Peat Marwick LLP

January 19, 1999

(LOGO)

ARTHUR ANDERSEN LLP

REPORT OF INDEPENDENT PUBLIC ACCOUNTANTS

To SunTrust Mortgage, Inc.:

We have examined management's assertion about SUNTRUST MORTGAGE, INC.'S compliance with the minimum servicing standards identified in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Banks ("USAP") and that the Company, had in effect a fidelity bond and errors and omissions policy in the amounts of \$100,000,000 and \$20,000,000, respectively, as of and for the year ended December 31, 1998, included in the accompanying management assertion. Management is responsible for the Company's compliance with those minimum servicing standards and for maintaining a fidelity bond and errors and omissions policy. Our responsibility is to express an opinion on management's assertion about the entity's compliance with the minimum servicing standards and maintenance of a fidelity bond and errors and omissions policy based on our examination.

Our examination was made in accordance with standards established by the American Institute of Certified Public Accountants and, accordingly, included examining, on a test basis, evidence about the Company's compliance with the minimum servicing standards and performing such other procedures as we considered necessary in the circumstances. We believe that our examination provides a reasonable basis for our opinion. Our examination does not provide a legal determination of the Company's compliance with the minimum servicing standards.

In our opinion, management's assertion that the Company complied with the aforementioned minimum servicing standards and that the Company had in effect a fidelity bond and errors and omissions policy in the amounts of \$100,000,000 and \$20,000,000, respectively, as of and for the year ended December 31, 1998 is fairly stated in all material respects.

ARTHUR ANDERSEN LLP

Atlanta, Georgia
February 3, 1999

BOK Mortgage

P.O. Box 35688
7060 South Yale
Tulsa, Oklahoma 74153

Report of Management on Compliance with Minimum Servicing Standards Set Forth
in the Uniform Single Attestation Program for Mortgage
Bankers

We, as members of management of the Mortgage Banking Division of the Bank of Oklahoma (the "Division"), are responsible for complying with the minimum servicing standards as set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers ("USAP"). We are also responsible for establishing and maintaining effective internal control over compliance with these standards. We have performed an evaluation of the Division's compliance with the minimum servicing standards as set forth in the USAP as of December 31, 1998 and for the year then ended. Based on this evaluation, we assert that during the year ended December 31, 1998, the Division complied with the minimum servicing standards set forth in the USAP.

As of and for the same period, the Division had in effect a fidelity bond and errors and omissions policy in the amount of \$30,000,000.

March 23, 1999

David L. Laughlin
President

James S. Marshall, Jr.
Senior Vice President & CFO

3200 Southwest Freeway
Houston, Texas 77027-7528
P.O. Box 1370
Houston, Texas 77251-t 370
Telephone 713/543-6500

(LOGO)
BANK UNITED

October 21, 1998

Deloitte & Touche LLP
333 Clay Street, Suite 2300
Houston, Texas 77002

As of and for the year ended September 30, 1998, Bank United and its subsidiaries (the "Bank) have complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for this same period, the Bank had in effect a fidelity bond in the amount of \$40,000,000 and an errors and omissions policy in the amount of \$25,000,000.

Anthony J. Nocella
Vice Chairman and
Chief Financial Officer

Jonathan K. Heffron
Chief Operating Officer and
General Counsel

(LOGO) CHARTER BANK
FOR SAVINGS FSB

Writer's Direct Line
(505) 291-3076

March 5, 1999

MANAGEMENT'S ASSERTIONS ON COMPLIANCE WITH MINIMUM SERVICING STANDARDS OF
UNIFORM SINGLE ATTESTATION PROGRAM FOR MORTGAGE BANKERS

As of and for the year ended December 31, 1998 Charter Bank for Savings, F.S.B. and its subsidiary, Charter Mortgage Company, have complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers.

As of and for the same period, Charter Bank had in effect fidelity bond and errors and omissions policies in the amounts of \$3,000,000 and \$3,000,000 respectively.

Russell Cummins
Senior Vice President
Loan Administration Manager

2130 Eubank Boulevard NE
P.O. Box 11519
Albuquerque, NM 87192

(505) 291-3700
Fax: (505) 296-7998

(LOGO)

Countrywide
4500 Park Granada
Calabasas, California 91302
(818) 225-3000

March 23, 1999

Grant Thornton LLP
1000 Wilshire Boulevard, Suite 700
Los Angeles, CA 90017

Gentlemen:

As of and for the year ended February 28, 1999, Countrywide Credit Industries, Inc. and Subsidiaries (which includes its wholly-owned subsidiary, Countrywide Home Loans, Inc.) ("the Company") has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation for Mortgage Bankers. As of and for this same period, the Company had in effect a fidelity bond and errors and omissions policy in the amount of \$30,000,000.

Carlos M. Garcia
Managing Director-Finance
Chief Financial Officer and Chief Accounting Officer

(logo)

FT Mortgage Companies
2974 LBJ FREEWAY DALLAS, TX 75234
ATLANTIC COAST MORTGAGE
CARL I. BROWN MORTGAGE
MNC MORTGAGE
HOMEBANC MORTGAGE
FIRST TENNESSEE MORTGAGE
SUNBELT NATIONAL MORTGAGE

972 484-5600

Arthur Andersen L.L.P.
100 Peabody Place, Suite 1100
Memphis, TN 38103-3625

Dear Sirs:

As of and for the year ended December 31, 1998, FT Mortgage Companies and its wholly-owned subsidiary, First Tennessee Mortgage Services, Inc. (the "Company") has complied in all material respects, except for the matters disclosed in Exhibit I, with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for this same period, the Company had in effect a fidelity bond policy in the amount of \$70,000,000 and an errors and omissions policy in the amount of \$50,000,000.

Gary B. Klinger
Chief Financial Officer
February 12, 1999

EXHIBIT I

Matter #1:

The Company is required to maintain a loan servicing file for each of the loans it services. During an inventory of files in prior years, the Company noted several missing files. The situation reported in the prior year still exists.

Management Corrective Action

The Company maintains collateral documentation files with the document custodians. For the existing portfolio, internal loan servicing files will be recreated as necessary. During 1998, the Company implemented imaging technology which will substantially reduce loss of internal documents in the future.

Matter #2:

The Company is required to analyze escrow balances for all loans on an annual basis. Testing in prior years revealed a group of loans on which an escrow analysis had not been performed in the preceding 12 months. The situation reported in the prior year still exists.

Management Corrective Action

Management controls this process through a weekly review of loans requiring escrow analysis and feels the procedures provide proper control. In some cases, loans may be excluded from analysis for a period of time. For example, analysis is not conducted on loans 30 or more days delinquent. Once cured, RESPA permits 60 additional days for completion of analysis. In addition, a "stop" can be placed on a loan pending resolution or a customer research inquiry.

GMAC Mortgage Corporation
100 Witmer Road
R.O. Box 963
Horsham PA 19044-0963

(logo)

Exhibit I

Management's Assertion Concerning Compliance with
USAP Minimum Servicing Standards

March 8, 1999

As of and for the year ended December 31, 1998, GMAC Mortgage Corporation and its subsidiaries (the "Company") have complied in all material respects with the minimum servicing standards (the "Standards") set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers.

As of and for this same period, the Company had in effect fidelity bond and errors and omissions policies in the amounts of \$150,000,000 and \$100,000,000 respectively.

Edward D Hughes
Senior Vice President of
Servicing Administration

(logo)
HOMESIDE LENDING, INC

As of September 30, 1998 and for the period from February 11, 1998 to September 30, 1998, HomeSide Lending, Inc. has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for this same period, HomeSide Lending, Inc. had in effect a fidelity bond and errors and omissions policy in the amount of \$76 million and \$20 million, respectively.

William Glasgow, Jr.
Executive Vice President

December 11, 1998
Date

Post Office Box 44090, Jacksonville, FL 32231-4090 904-281.3000

(LOGO)

Merrill Lynch Credit Corporation

Private Client Group

4802 Deer Lake Drive East
Jacksonville, Florida 32246-6484
904 218 6000
800 243 0058

February 22, 1999

Deloitte & Touche LLP
2801 Independence Drive
Jacksonville, FL 32202

Ladies and Gentlemen:

As of and for the year ended December 25, 1998, Merrill Lynch Credit Corporation and subsidiaries (the "Company") has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for the same period, the Company had in effect fidelity bond and errors and omissions insurance coverage in the amounts of \$325,000,000 and \$15,000,000 respectively.

Michael A. Johnston
Chairman, President/Chief Executive Officer

Francis X. Ervin, Jr.
Senior Vice President/Chief Financial Officer

John M. Wheeler
Senior Vice President

(LOGO)

National City Mortgage Co.
3232 Newmark Drive
Miamisburg, Ohio 45342
Telephone (937) 436-3025

Mailing Address:
P.O. Box 1820
Dayton, Ohio 45401-1820

Management's Assertion on Compliance with
Minimum Servicing Standards Set Forth in the
Uniform Single Attestation Program for Mortgage Bankers

Report of Management

As a member of management of National City Mortgage Co. (NCM), I am responsible for complying with the minimum servicing standards as set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers (USAP). I am also responsible for establishing and maintaining effective internal control over compliance with these standards. I have performed an evaluation of NCM's compliance with the minimum servicing standards as set forth in the USAP as of December 31, 1998 and for the year then ended. Based on this evaluation, I assert that during the year ended December 31, 1998, NCM complied, in all material aspects, with the minimum servicing standards set forth in the USAP.

As of and for this same period, NCM had in effect a fidelity bond policy in the amount of \$50 million and an errors and omissions policy in the amount of \$40 million.

T. Jackson Case Jr. Sr. Vice President

January 29, 1999

No one Cares More!

5100 West Lemon Street
Suite 109
Tampa, FL 33609

(LOGO)

NORTH AMERICAN
MORTGAGE COMPANY'
A DIME COMPANY

Management Assertion

As of and for the year ended December 31, 1998, North American Mortgage Company (the Company) has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for this same period, the Company had in effect a fidelity bond and errors and omissions policy in the following amounts as of and for the year ended December 31, 1998:

Fidelity Bond

\$ 47,050,000 from January 1, 1998 to March 1, 1998 \$100,000,000 from March 2, 1998 to December 31, 1998

Errors and Omissions

\$ 23,525,000 from January 1, 1998 to October 15. 1998
\$ 20,000,000 from October 16, 1998 to December 31, 1998

Raymond G. Romano

SVP/Director of Residential Credit
Title

3-25-99
Date

(LOGO)

Norwest Mortgage, Inc.
Home Campus
Des Moines, IA 50328
515/221- 7300

Management Assertion

As of, and for the year ended December 31, 1998, Norwest Mortgage Banking has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of, and for the same period, Norwest Mortgage Banking had in effect a fidelity bond along with an errors and omissions policy in the amounts of \$100 million and \$20 million, respectively.

Mark C. Oman
Chairman and Chief Executive Officer
January 19, 1999
Date

Robert K. Chapman
Executive Vice President and Chief Financial Officer
January 19, 1999
Date

Mike Heid
Executive Vice President Loan Servicing
January 19, 1999
Date

SunTrust Mortgage, Inc.
Mail Code CC-502
P.O. Box 4333
Atlanta, GA 30302
Tel (770) 352-5610
Fax (770) 352-5832

Ralph B. Carrigan
President, Chief Operating Officer

SUNTRUST
(LOGO)

February 3, 1999

Arthur Andersen LLP
133 Peachtree Street, NE
Atlanta, Georgia 30303

Dear Sirs:

As of and for the year ended December 31, 1998, SunTrust Mortgage, Inc. has complied in all material respects with the minimum servicing standards set forth in the Mortgage Bankers Association of America's Uniform Single Attestation Program for Mortgage Bankers. As of and for this same period, SunTrust Mortgage, Inc. had in effect a fidelity bond and errors and omissions policy in the amounts of \$100,000,000 and \$20,000,000 respectively.

Sincerely,

Ralph B. Carrigan President/COO

RBC/amg

(LOGO)
BOK Mortgage

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

Dear Master Servicer:.

The undersigned Officer certifies the following for the 1998 fiscal year:

(A) I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these Officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the servicer to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;

(B) I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;

(C) I have confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;

(D) All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;

(E) All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid, or if any such costs or expenses have not been paid with respect to any Mortgaged Property, the reason for the non-payment has been reported to Norwest Bank Minnesota, N.A.;

(F) All Custodial Accounts have been reconciled and are properly funded; and

(G) All annual reports of Foreclosure and Abandonment of Mortgage Property required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Officer

Asst. Vice President

Title

3/30/99

Date

3200 Southwest Freeway, Houston, Texas
P.O. Box 2824, Houston, Texas 77252
713/543-8675, 800/288-3223

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

(LOGO) BANK UNITED

Dear Master Servicer:

The undersigned officer certifies the following for the 1998 fiscal year:

A. I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these Officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the servicer to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;

B. I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;

C. I have confirmed that the Fidelity Bond, The Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;

D. All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;

E. All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid or if any such costs or expenses have not been paid with respect to any Mortgaged Property, the reason for the non-payment has been reported to Norwest Bank Minnesota, N.A.;

F. All Custodial Accounts have been reconciled and are properly funded; and

G. All annual reports of Foreclosure and Abandonment of Mortgage Property required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Tyrone W. Crawley

Vice President

Title

6/30/99

Date

(LOGO) CHARTER BANK
FOR SAVINGS FSB

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

Dear Master Servicer:

The undersigned Officer certifies the following for the 1998 fiscal year:

- (A) I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these Officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the services to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank of Minnesota, N.A.;
- (B) I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;
- (C) I have confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;
- (D) All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;
- (E) All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid, or if any such costs or expenses have not been paid with respect to any Mortgaged Property, the reason for the nonpayment has been reported to Norwest Bank Minnesota, N.A.;
- (F) All Custodial Accounts have been reconciled and are properly funded, and
- (G) All annual reports of Foreclosure and Abandonment of Mortgage Property required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Officer

Assistant Vice President

Title

March 19, 1999

Date

2130 Eubank Boulevard NE

P.O. Box 11519

Albuquerque, NM 87192

(505) 291-3700

Fax: (505) 296-7998

OFFICER'S CERTIFICATE

I, Jill Ballentine, hereby certify that I am the First Vice President, Loan Administration of Countrywide Home Loans, Inc., fka, Countrywide Funding Corporation, and further certifies the following for the fiscal year ended February 28, 1999:

- (A) That all premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;
- (B) That all accrued and due real estate taxes, governmental assessments and any other expenses, that is not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid with respect to any Mortgaged Property, the reason for non-payment has been reported to your designated representative;
- (C) That the Officer signing this certificate has reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of this Officer's knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to your designated representative;
- (D) That this Officer has confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect.

Jill Ballentine Date 5/20/99
Vice President
Loan Administration

ANNUAL SERVICING CERTIFICATION

In connection with the loans serviced by FT Mortgage Companies during fiscal year December 31, 1998, we confirm the following to be materially correct and accurate to the best of our knowledge, information and belief:

1. Real estate taxes, special assessments and any charges that may become a lien upon the property and which come due in the last calendar year have been paid. This also includes the verification with taxing authorities for non-escrowed mortgages.
2. FHA insurance premiums or private mortgage insurance premiums, if applicable, have been paid and are in full force and effect.
3. Properties are adequately insured and your interest, as Mortgagee, is properly provided for in the mortgage clause. This includes both flood and hazard insurance.
4. For those loans being escrowed for the payment of taxes and insurance, sufficient amounts are being collected monthly to provide for payment of future items.
5. Property inspections have been completed according to the provisions of our servicing agreement, if applicable.
6. All other provisions of the servicing agreement have been adhered to.
7. To the extent there exist any exceptions to the foregoing that are deemed to be material in nature, such exception(s) will be recited in an Exhibit attached hereto and accompanied by an explanation thereof. In the event no Exhibit is attached hereto, it is to be presumed that no exceptions of a material nature to the foregoing exist.

By:

(Signature)

Linda Williams
(Printed Name)

Vice President, Escrow Services
(Title)

March 31, 1999
(Date)

(logo)
GMAC Mortgage

(logo)
CONSUMER LOAN SERVICING G R O U P

OFFICER'S CERTIFICATE

GMAC MORTGAGE CORPORATION

I, Mark Galambos, hereby certify that I am the duly elected Vice President of GMAC Mortgage Corporation (the "Servicer"), a corporation organized under the laws of the Commonwealth of Pennsylvania, that I have made such reasonable investigation as I have deemed necessary to deliver this Certificate, including discussions with responsible officers of the Servicer and further certify to the best of my knowledge as follows:

1. A review of the activities of the Servicer during the calendar year beginning January 1, 1998 and ending on December 31, 1998 (the "Calendar Year") and of its performance under the servicing agreements, including the servicing agreement dated as of December 1, 1997 (the "Servicing Agreement"), by and among the Servicer, the Issuer, and the Indenture Trustee, has been made under my supervision.

2. To the best of my knowledge, based on such review, the Servicer has complied in all material respects with the minimum servicing standards set forth in the Uniform Single Attestation Program for Mortgage Bankers and has fulfilled all of its material obligations in all material respects throughout the Calendar Year.

Capitalized terms not defined herein have the meanings set forth in the Servicing Agreement.

IN WITNESS WHEREOF, I have hereunto signed my name and affixed the seal of the Servicer.

Dated: March 31, 1999

GMAC MORTGAGE CORPORATION

By:

Name: Mark Galambos
Title: Vice President

1301 OFFICE CENTER DRIVE SUITE 200 FORT WASHINGTON, PA 19034

(LOGO) HIBERNIA
Member FDIC

March 31, 1999

Norwest Bank
Attn: Peter Gobell
11000 Brokenland Parkway
Columbia, MD 21044

RE: 1998 Annual Certification

Dear Sir or Madam:

In accordance with our Sale and Servicing Agreement, Hibernia National Bank certifies the following for the year of 1998.

1. That all hazard, flood, or other casualty insurance and FHA or other mortgage insurance premiums, taxes, ground rents, assessments and other charges have been paid.
2. That the requirements of the 1984 Tax Reform Act concerning the reporting of mortgage interest received, and the abandonment and foreclosure of mortgage properties have been met.
3. That all required interest rate and payment changes have been made in accordance with the terms of each ARM and GPARM that we service.
4. That all active borrowers with mortgages insured under FHA Section 23S have been recertified.
5. That none of the principal officers has been removed from the fidelity and errors and omissions coverage.
6. That information pertaining to delinquent and foreclosed mortgages has been reported to the appropriate credit bureaus as required.

Hibernia National Bank maintains a Blanket Bond insurance policy and an Errors, Omissions, and Mortgage Impairment policy with Lloyds of London. Limits and deductibles are within the guidelines recommended by the American Bankers Association.

Enclosed is Hibernia Corporation's 1998 Annual Report, which was prepared by Ernst and Young, Certified Public Accountants, New Orleans, Louisiana. The annual report includes the consolidated operating results of Hibernia Corporation and its major subsidiary, Hibernia National Bank of Louisiana.

Ernst and Young also conducted an independent audit of our Mortgage Servicing operations in accordance with the requirements of the Uniform Single Audit Program for Mortgage Bankers. A certification of the audit is enclosed.

Hibernia National Bank's servicing portfolio now contains approximately 54,755 mortgage loans totaling over \$4.1 billion.

We have enclosed a contact list to assist you in contacting key members of our staff if you have any questions or concerns about your portfolio. As members of the Hibernia team, we look forward to continuing to serve you in the future.

Very truly yours,

James T. Dean
Senior Vice President/Servicing Manager
Mortgage Loan Servicing Department

JTD:jam
Enclosures

(LOGO) HOMESIDE LENDING, INC.

October 16, 1998

Ms. Kimberly J. Wiggins
Contracts & Comp. Administrator
Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562

Officer's Certificate
Fiscal Year Ending 9/30/98

Dear Ms. Wiggins:

As an officer of HomeSide Lending, Inc. (HomeSide), I certify to the best of my knowledge to the following for the 1998 fiscal year:

1. I have reviewed the activities and performance of the servicing activities of HomeSide during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of my knowledge, HomeSide has fulfilled all of its duties, responsibilities or obligations under these agreements throughout such year, or if there has been a default or failure of HomeSide to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;
2. I have confirmed that HomeSide is currently an approved FNMA or FHLMC servicer in good standing;
3. I have confirmed that the fidelity bond, the errors and omissions insurance policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;
4. All premiums for each hazard insurance policy, flood insurance policy (if applicable) and primary mortgage insurance policy (if applicable), with respect to each mortgaged property, have been paid and that all such insurance policies are in full force and effect;
5. All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any mortgaged property, have been paid as and when due.
6. All custodial accounts have been reconciled and are properly funded; and
7. All annual reports of Foreclosure and Abandonment of Mortgage Property required per Section 6050H, 6050J and 6050P of the Internal Revenue Code,

respectively, have been prepared and filed.

Sincerely,

Terry Salazar
Vice President

lp

Post Office Box 44090, Jacksonville, FL 32231-4090 * 904-281-3000

OFFICERS' CERTIFICATE

ANNUAL STATEMENT AS TO COMPLIANCE

Re:

Norwest Funding, Inc. ("Owner"),
Merrill Lynch Credit Corporation ("Company"),
Master Servicing Agreement dated as April 1, 1998 ("Agreement")

Pursuant to the above Agreement, the Company hereby states:

1. A review of the activities of the Company during the 1998 calendar year and of its performance under the Agreement has been made under the supervision of each of the undersigned officers.

2. To the best of each such officer's knowledge, based on such review, the Company has fulfilled all of its material obligations under the Agreement in all material respects throughout such year.

Dated: March 26, 1999

Merrill Lynch Credit Corporation

By:

Linzy S. Banks, Vice President

John M. Wheeler, Senior Vice President

(LOGO)

National City Mortgage
National City Mortgage Co..
3232 Newmark Drive
Miamisburg Ohio 45342
Telephone (937) 910-1200

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

Dear Master Servicer:.

The undersigned Officer certifies the following for the 1998 fiscal year:

(A) I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these Officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the servicer to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;

(B) I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;

(C) I have confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;

(D) All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;

(E) All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid, or if any such costs or expenses have not

been paid with respect to any Mortgaged Property, the reason for the non-payment has been reported to Norwest Bank Minnesota, N.A.;

(F) All Custodial Accounts have been reconciled and are properly funded; and

(G) All annual reports of Foreclosure and Abandonment of Mortgage Property, required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Officer

Vice President

Title

5/11/99

Date

No one Cares More !

North American Mortgage Company
Officer's Certificate - Annual Statement as to Compliance For the Fiscal Year
Ended December 31, 1998

This serves as North American's Officer's Certificate / Annual Statement as to Compliance for the servicing of loans under Participation/Purchase/Seller Servicing and/or Sub-Servicer Agreements with your concern.

1.) A review of the activities during the proceeding fiscal year and of the performance with requirements of the Agreement has been made under the Officer's Supervision.

2.) To the best of the Officer's knowledge, based on the review, North American has fulfilled all its obligations under the Agreement throughout the fiscal year.

3.) Real estate taxes have been paid as required by the terms of the mortgage.

4.) Mortgage insurance premiums due under the contract of insurance with FHA or PMI carriers have been paid as required.

5.) Insurance is being maintained, is fully paid, and complies with the Agreement. Adequate hazard insurance is in force on all loans as required under the Agreement. Flood insurance coverage, if required, is in force. If escrowed, insurance/PMI premiums and taxes/assessment monies have been analyzed, in accordance with RESPA, to ensure sufficient funds are being collected in escrow for the current year.

6.) Property inspections have been performed as stated in the Agreement, unless otherwise amended.

7.) Appropriate IRS notices were performed in accordance with IRS Regulations.

8.) Disbursements from Trust Account funds were made for proper purposes, and all payments required to be made by the Agreement have been made.

9.) Proper fidelity coverage and errors and omissions insurance are in force as required.

10.) Loans with variable rate features have been changed in accordance with the terms of the note.

11.) North American is authorized by applicable law to service the mortgages, and it has and will continue to satisfy all licensing, registration, and other requirements of the Agreement.

There is, as of this date, no default in the fulfillment of any of its obligations under the Agreement known to this Officer. As an Officer of North

American, individually, I certify to the best of my knowledge, that the foregoing statements are true and correct.

Officer's Signature:

Date: March 31, 1999

Officer's Title: Vice President

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

Dear Master Servicer:.

The undersigned Officer certifies the following for the 1998 fiscal year:.

(A) I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the servicer to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;

(B) I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;

(C) I have confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;

(D) All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;

(E) All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid, or if any such costs or expenses have not been paid with respect to any Mortgaged Property, the reason for the non-payment has been reported to Norwest Bank Minnesota, N.A.;

(F) All Custodial Accounts have been reconciled and are properly funded; and

(G) All annual reports of Foreclosure and Abandonment of Mortgage Property required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Officer

Vice President

Title

4/2/99

Date

(LOGO) Norwest Banks

Norwest Bank Minnesota, N.A.
11000 Broken Land Parkway
Columbia, MD 21044-3562
Attention: Master Servicing

RE: Officer's Certificate

Dear Master Servicer:

The undersigned Officer certifies the following for the 1998 fiscal year:

- (A) I have reviewed the activities and performance of the Servicer during the preceding fiscal year under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide and to the best of these Officers' knowledge, the Servicer has fulfilled all of its duties, responsibilities or obligations under these Agreements throughout such year, or if there has been a default or failure of the servicer to perform any of such duties, responsibilities or obligations, a description of each default or failure and the nature and status thereof has been reported to Norwest Bank Minnesota, N.A.;
- (B) I have confirmed that the Servicer is currently an approved FNMA or FHLMC servicer in good standing;
- (C) I have confirmed that the Fidelity Bond, the Errors and Omissions Insurance Policy and any other bonds required under the terms of the Servicing Agreement, Trust Agreement, Pooling and Servicing Agreement and/or Seller/Servicer Guide are in full force and effect;
- (D) All premiums for each Hazard Insurance Policy, Flood Insurance Policy (if applicable) and Primary Mortgage Insurance Policy (if applicable), with respect to each Mortgaged Property, have been paid and that all such insurance policies are in full force and effect;
- (E) All real estate taxes, governmental assessments and any other expenses accrued and due, that if not paid could result in a lien or encumbrance on any Mortgaged Property, have been paid, or if any such costs or expenses have not been paid with respect to any Mortgaged Property, the reason for the non-payment has been reported to Norwest Bank Minnesota, N.A.;
- (F) All Custodial Accounts have been reconciled and are properly funded; and
- (G) All annual reports of Foreclosure and Abandonment of Mortgage Property required per section 6050H, 6050J and 6050P of the Internal Revenue Code, respectively, have been prepared and filed.

Certified By:

Officer

VICE PRESIDENT-MANAGER OF SUN TRUST MORTGAGE INC.

JULY 27, 1999

Date