

SECURITIES AND EXCHANGE COMMISSION

FORM 8-K

Current report filing

Filing Date: 1999-07-27 | Period of Report: 1999-07-25
SEC Accession No. 0000929624-99-001369

(HTML Version on secdatabase.com)

FILER

**HEADLANDS MORTGAGE PASS THROUGH CERTIFICATES
SERIES 1998-3**

CIK: **1076488** | IRS No.: **680397342** | Fiscal Year End: **1231**
Type: **8-K** | Act: **34** | File No.: **333-46019-03** | Film No.: **99670838**
SIC: **6189** Asset-backed securities

Mailing Address
700 LARKSPUR LANDING
CIRCLE
SUITE 240
LARKSPUR CA 94939

Business Address
700 LARKSPUR LANDING
CIRCLE
SUITE 240
LARKSPUR CA 94939
4154616790

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

July 25, 1999

Date of Report (Date of Earliest Event Reported)

Headlands Mortgage Securities Inc. (as Sponsor under a Pooling and Servicing Agreement dated as of December 1, 1998 among the Sponsor, as Seller and Master Servicer, and the Bank of New York, as Trustee, providing for the issuance of the Mortgage Pass-Through Certificates, Series 1998-3)

HEADLANDS MORTGAGE SECURITIES INC.

(Exact Name of Registrant as Specified in Its Charter)

Delaware	333-46019-3	68-0397342
-----	-----	-----
(State or Other Jurisdiction of Incorporation)	(Commission File Number)	(I.R.S. Employer Identification No.)

700 Larkspur Landing Circle, Suite 240, Larkspur, CA 94939

(Address of Principal Executive Offices)

(415) 461-6790

(Registrant's Telephone Number,
Including Area Code)

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

INFORMATION TO BE INCLUDED IN THE REPORT

Item 5. Other Events

Filing of Certain Materials

Headlands Mortgage Securities Inc. (the "Company") has previously registered the offer and sale of its Mortgage Loan Pass-Through Certificates, Series 1998-3 (the "Certificates").

The following exhibit which relates specifically to the Certificates is included with this Current Report:

Item 7(c). Exhibits

10.1 Monthly Payment Date Statement distributed to Certificateholders, dated July 25, 1999.

SIGNATURE

Pursuant to the requirements 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.

Date: July 27, 1999

HEADLANDS MORTGAGE
SECURITIES INC.

By: /s/ Gilbert J. MacQuarrie

Gilbert J. MacQuarrie
Vice President, Treasurer and Secretary
(Principal Financial Officer and
and Principal Accounting Officer)

EXHIBIT INDEX

Exhibit Number -----	Page Number -----
10.1 Monthly Payment Date Statement distributed to Certificateholders, dated July 25, 1999.....	5

THE
BANK OF
NEW
YORK

Distribution Date: 7/25/99

101 Barclay Street - 12E
New York, NY 10286

Attn: Anna Felt
212-815-7166

Headlands Mortgage Securities Inc.
Mortgage Pass-Through Certificates, Series 1998-3
Headlands Mortgage Company, Seller and Master Servicer

<TABLE>
<CAPTION>

Certificateholder Monthly Distribution Summary

Class	Cusip	Class Description	Certificate Rate Type	Beginning Balance	Pass Through Rate (%)	Principal Distribution	Interest Distribution	Total Distribution	Current Realized Losses
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A-1	42209EGD6	Senior	Fix-30/360	213,750,328.71	6.650000	1,324,259.39	1,184,533.07	2,508,792.46	0.00
PO	42209EGE4	Strip PO	Fix-30/360	995,980.32	0.000000	18,915.64	0.00	18,915.64	0.00
R	42209EGF1	Senior	Fix-30/360	0.00	6.650000	0.00	0.00	0.00	0.00
B-1	42209EGG9	Junior	Fix-30/360	4,532,486.68	6.650000	4,078.50	25,117.53	29,196.03	0.00
B-2	42209EGH7	Junior	Fix-30/360	2,039,584.19	6.650000	1,835.29	11,302.70	13,137.99	0.00
B-3	42209EGJ3	Junior	Fix-30/360	1,359,755.95	6.650000	1,223.56	7,535.31	8,758.87	0.00
B-4	42209EGK0	Junior	Fix-30/360	793,232.42	6.650000	713.78	4,395.83	5,109.61	0.00
B-5	42209EGL8	Junior	Fix-30/360	679,828.24	6.650000	611.73	3,767.38	4,379.12	0.00
B-6	42209EGM6	Junior	Fix-30/360	793,283.74	6.650000	713.83	4,396.78	5,109.94	0.00
Totals				224,944,480.25		1,352,351.72	1,241,047.93	2,593,399.66	0.00

<CAPTION>

Class	Cusip	Ending Balance	Cumulative Realized Losses
<S>	<C>	<C>	<C>
A-1	42209EGD6	212,426,069.32	0.00
PO	42209EGE4	977,064.68	0.00
R	42209EGF1	0.00	0.00
B-1	42209EGG9	4,528,408.18	0.00
B-2	42209EGH7	2,037,748.89	0.00
B-3	42209EGJ3	1,358,532.39	0.00
B-4	42209EGK0	792,518.64	0.00
B-5	42209EGL8	679,216.50	0.00
B-6	42209EGM6	792,569.91	0.00
Totals		223,592,128.51	0.00

</TABLE>

<TABLE>
<CAPTION>

THE
BANK OF
NEW
YORK

Distribution Date: 4/25/99

101 Barclay Street - 12E
New York, NY 10286

Attn: Anna Felt
212-815-7166

Headlands Mortgage Securities Inc.
Mortgage Pass-Through Certificates, Series 1998-3
Headlands Mortgage Company, Seller and Master Servicer

Principal Distribution Detail

Class	Cusip	Original Certificate Balance	Beginning Certificate Balance	Scheduled Principal Distribution	Accretion Principal	Unscheduled Principal Adjustments	Net Principal Distribution	Current Realized Losses
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A-1	42209EGD6	216,562,200.00	213,750,328.71	1,324,259.39	0.00	0.00	1,324,259.39	0.00
PO	42209EGE4	1,002,393.00	995,980.32	18,915.64	0.00	0.00	18,915.64	0.00
R	42209EGF1	100.00	0.00	0.00	0.00	0.00	0.00	0.00
B-1	42209EGG9	4,556,300.00	4,532,486.68	4,078.50	0.00	0.00	4,078.50	0.00
B-2	42209EGH7	2,050,300.00	2,039,584.19	1,835.29	0.00	0.00	1,835.29	0.00
B-3	42209EGJ3	1,366,900.00	1,359,755.95	1,223.56	0.00	0.00	1,223.56	0.00
B-4	42209EGK0	797,400.00	793,232.42	713.78	0.00	0.00	713.78	0.00
B-5	42209EGL8	683,400.00	679,828.24	611.73	0.00	0.00	611.73	0.00
B-6	42209EGM6	797,452.00	793,283.74	713.83	0.00	0.00	713.83	0.00
Totals		227,816,445.00	224,944,480.25	1,352,351.72	0.00	0.00	1,352,351.72	0.00

<CAPTION>

Class	Ending Certificate Balance	Ending Certificate Factor
<S>	<C>	<C>
A-1	212,426,069.32	0.98090095741
PO	977,064.68	0.97473215062
R	0.00	0.00000000000
B-1	4,528,408.18	0.99387840480
B-2	2,037,748.89	0.99387840480
B-3	1,358,532.39	0.99387840480
B-4	792,518.64	0.99387840480
B-5	679,216.50	0.99387840480
B-6	792,569.91	0.99387789381
Totals	223,592,128.51	

</TABLE>

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Distribution Date: 7/25/99

THE
BANK OF
NEW
YORK

101 Barclay Street - 12E
New York, NY 10286

<TABLE>

<CAPTION>

Attn: Anna Felt
212-815-7166

Headlands Mortgage Securities Inc.
Mortgage Pass-Through Certificates, Series 1998-3
Headlands Mortgage Company, Seller and Master Servicer

Interest Distribution Detail

Class	Beginning Certificate Balance	Pass Through Rate (%)	Accrued Optimal Interest	Cumulative Unpaid Interest	Deferred Interest	Total Interest Due	Net Prepayment Int Shortfall	Unscheduled Interest Adjustment	Interest Paid
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A-1	213,750,328.71	6.650000	1,184,533.07	0.00	0.00	1,184,533.07	0.00	0.00	1,184,533.07
PO	995,980.32	0.000000	0.00	0.00	0.00	0.00	0.00	0.00	0.00
R	0.00	6.650000	0.00	0.00	0.00	0.00	0.00	0.00	0.00
B-1	4,532,486.68	6.650000	25,117.53	0.00	0.00	25,117.53	0.00	0.00	25,117.53
B-2	2,039,584.19	6.650000	11,302.70	0.00	0.00	11,302.70	0.00	0.00	11,302.70
B-3	1,359,755.95	6.650000	7,535.31	0.00	0.00	7,535.31	0.00	0.00	7,535.31
B-4	793,232.42	6.650000	4,395.83	0.00	0.00	4,395.83	0.00	0.00	4,395.83
B-5	679,828.24	6.650000	3,767.38	0.00	0.00	3,767.38	0.00	0.00	3,767.38
B-6	793,283.74	6.650000	4,396.11	0.00	0.00	4,396.11	0.00	0.00	4,396.11
Totals	224,944,480.25		1,241,047.93	0.00	0.00	1,241,047.93	0.00	0.00	1,241,047.93

</TABLE>

Distribution Date: 7/25/99

THE
BANK OF
NEW
YORK

101 Barclay Street - 12E
New York, NY 10286

<TABLE>
<CAPTION>

Attn: Anna Felt
212-815-7166

Headlands Mortgage Securities Inc.
Mortgage Pass-Through Certificates, Series 1998-3
Headlands Mortgage Company, Seller and Master Servicer

Current Payment Information
Factors per \$1,000

Class	Cusip	Original Certificate Balance	Beginning Cert. Notional Balance	Principal Distribution	Interest Distribution	Ending Cert. Notional Balance	Pass Through Rate (%)
<S>	<C>	<C>	<C>	<C>	<C>	<C>	<C>
A-1	42209EGD6	216,562,200.00	987.015872163	6.114914754	5.469712958	980.900957410	6.650000
PO	42209EGE4	1,002,393.00	993.602629473	18.870478852	0.000000000	974.732150621	0.000000
R	42209EGF1	100.00	0.000000000	0.000000000	0.000000000	0.000000000	6.650000
B-1	42209EGG9	4,556,300.00	994.773538872	0.895134076	5.512703361	993.878404796	6.650000
B-2	42209EGH7	2,050,300.00	994.773538872	0.895134076	5.512703361	993.878404796	6.650000
B-3	42209EGJ3	1,366,900.00	994.773538872	0.895134076	5.512703361	993.878404796	6.650000
B-4	42209EGK0	797,400.00	994.773538872	0.895134076	5.512703361	993.878404796	6.650000
B-5	42209EGL8	683,400.00	994.773538872	0.895134076	5.512703361	993.878404796	6.650000
B-6	42209EGM6	797,452.00	994.773027422	0.895133616	5.512700527	993.877893806	6.650000
Totals		227,816,445.00	987.393514327	5.936146181	5.447578334	981.457368058	

</TABLE>

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THE
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101 Barclay Street - 12E
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Headlands Mortgage Securities Inc.
Mortgage Pass-Through Certificates, Series 1998-3
Headlands Mortgage Company, Seller and Master Servicer

<TABLE>
<CAPTION>

<S>	<C>	<C>
Pool Level Data		
Distribution Date		7/25/99
Cut-off Date		12/ 1/98
Determination Date		7/ 1/99
Accrual Period	Begin	6/ 1/99
	End	7/ 1/99
Number of Days in Accrual Period		30

<CAPTION>

Collateral Information

<S>	<C>
Group 1	

Cut-Off Date Balance	227,816,444.00
Beginning Aggregate Pool Stated Principal Balance	224,944,480.66
Ending Aggregate Pool Stated Principal Balance	223,592,128.94

Beginning Aggregate Certificate Stated Principal Balance	224,944,480.24
Ending Aggregate Certificate Stated Principal Balance	223,592,128.52
Beginning Aggregate Loan Count	843
Loans Paid Off or Otherwise Removed Pursuant to Pooling and Servicing Agreement	0
Ending Aggregate Loan Count	843
Beginning Weighted Average Loan Rate (WAC)	7.155273%
Ending Weighted Average Loan Rate (WAC)	7.156120%
Beginning Net Weighted Average Loan Rate	6.896771%
Ending Net Weighted Average Loan Rate	6.897619%
Aggregate Pool Prepayment	1,149,896.09

<CAPTION>

Certificate Information

<S>	<C>
Group 1	

Senior Percentage	95.4461980266%
Senior Prepayment Percentage	100.0000000000%
Subordinate Percentage	4.5538019734%
Subordinate Prepayment Percentage	0.0000000000%

</TABLE>

Page 1

<TABLE>

<S>	<C>
Prepayment Compensation	
Total Gross Prepayment Interest Shortfall	3,663.70
Compensation for Gross PPIS from Servicing Fees	3,663.70
Other Gross PPIS Compensation	0.00

Total Net PPIS (Non-Supported PPIS)	0.00
Master Servicing Fees Paid	94,977.30
Sub Servicing Fees Paid	0.31
Trustee Fees Paid	1,593.36

Total Fees	96,570.97

<CAPTION>

Delinquency Information

Group 1				

Delinquency	30 - 59 Days	60 - 89 Days	90+ Days	Totals
-----	-----	-----	-----	-----
<S>	<C>	<C>	<C>	<C>
Scheduled Principal Balance	58,772.74	0.00	0.00	58,772.74
Percentage of Total Pool Balance	0.026286%	0.000000%	0.000000%	0.026286%
Number of Loans	1	0	0	1
Percentage of Total Loans	0.119048%	0.000000%	0.000000%	0.119048%
Foreclosure				

Scheduled Principal Balance	0.00	0.00	0.00	0.00
Percentage of Total Pool Balance	0.000000%	0.000000%	0.000000%	0.000000%
Number of Loans	0	0	0	0
Percentage of Total Loans	0.000000%	0.000000%	0.000000%	0.000000%
Bankruptcy				

Scheduled Principal Balance	0.00	0.00	0.00	0.00
Percentage of Total Pool Balance	0.000000%	0.000000%	0.000000%	0.000000%
Number of Loans	0	0	0	0
Percentage of Total Loans	0.000000%	0.000000%	0.000000%	0.000000%
REO				

Scheduled Principal Balance	0.00	0.00	0.00	0.00
Percentage of Total Pool Balance	0.000000%	0.000000%	0.000000%	0.000000%
Number of Loans	0	0	0	0
Percentage of Total Loans	0.000000%	0.000000%	0.000000%	0.000000%

Book Value of all REO Loans	0.00
Percentage of Total Pool Balance	0.000000%
Current Realized Losses	0.00
Additional Gains (Recoveries)/Losses	0.00
Total Realized Losses	0.00

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----- Subordination/Credit Enhancement Information -----		
<S>	<C>	<C>
Protection	Original	Current
-----	-----	-----
Bankruptcy Loss	100,000.00	0.00
Bankruptcy Percentage	0.043895%	0.000000%
Credit/Fraud Loss	2,278,164.00	2,278,164.00
Credit/Fraud Loss Percentage	1.000000%	1.018893%
Special Hazard Loss	3,919,310.00	3,897,955.14
Special Hazard Loss Percentage	1.720381%	1.743333%
Credit Support	Original	Current
-----	-----	-----
Class A	217,564,693.00	213,403,134.00
Class A Percentage	95.499995%	95.443044%
Class B-1	4,556,300.00	4,528,408.18
Class B-1 Percentage	1.999987%	2.025299%
Class B-2	2,050,300.00	2,037,748.89
Class B-2 Percentage	0.899979%	0.911369%
Class B-3	1,366,900.00	1,358,532.39
Class B-3 Percentage	0.600001%	0.607594%
Class B-4	797,400.00	792,518.64
Class B-4 Percentage	0.350019%	0.354448%
Class B-5	683,400.00	679,216.50
Class B-5 Percentage	0.299978%	0.303775%
Class B-6	797,452.00	792,569.91
Class B-6 Percentage	0.350041%	0.354471%

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