Address New Owner:	Send Tax Bills To:	Map-Parcel Numbers:
Dominion Bank of Middle Tennessee 150 Fourth Avenue North Nashville, TN 37219	Same as owner	34 7 39

This instrument prepared by: Boult, Cummings, Conners & Berry (RGJ)
222 Third Avenue, North, P.O. Box 198062, Nashville, TN 37219

WARRANTY DEED IN LIEU OF FORECLOSURE

WHEREAS, Dominion Bank of Middle Tennessee ("DBMT") is the lawful owner and holder of the indebtedness (the "Secured Indebtedness") secured by that Deed of Trust (the "Deed of Trust") conveying certain property (the "Property") from Arthur M. Willard and Sandra Willard ("Grantors") to John B. Hardcastle, Trustee, of record in Book 5775, page 975, Register's Office for Davidson County, Tennessee; and

WHEREAS, a default has occurred under the Deed of Trust, and DBMT presently has the right to cause the Trustee thereunder to sell the Property pursuant to the power of sale provided in the Deed of Trust; and

WHEREAS, in order to avoid the expense of a foreclosure sale, Grantors wish to convey the Property to DBMT in exchange for the forgiveness of the Secured Indebtedness;

NOW, THEREFORE, in consideration of DBMT's forgiveness of the Secured Indebtedness, the sufficiency of which is acknowledged, Grantors hereby convey the Property (as described in Exhibit A hereto) to DBMT.

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title, and interest thereto belonging to DBMT, its successors and assigns, forever.

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real Estate taxes for the current year.

2. Deed of Trust of record in Book 4798, page 549, Register's Office for Davidson County, Tennessee.

3. Deed of Trust of record in Book 5589, page 171, Register's Office for Davidson County, Tennessee.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $46,402.06.

Joe T. Carson, Affiant

Subscribed and sworn to before me this 27th day of ~~October~~ December, 1988.

Barbara E. Franklin
Notary Public
My Commission Expires: 5/13/89

BARBARA E. FRANKLIN NOTARY PUBLIC

4. Restrictive Covenants of record in Book 692, page 585; Book 643, page 620; and Book 3129, page 401, Register's Office for Davidson County, Tennessee.

Grantors covenant with DBMT that Grantors are lawfully seized and possessed of the Property in fee simple; that Grantors have a good right to convey the Property; and that the Property is unencumbered except as set forth herein.

Grantors further covenant to warrant and forever defend the title to the Property to DBMT, its successors and assigns against the lawful claims of all persons.

Executed this 15th day of December, 1988.

Arthur M. Willard

ARTHUR M. WILLARD, Grantor

Sandra Willard

SANDRA WILLARD, Grantor

This is improved property, known as 300 Twin Hills Drive, Madison, Tennessee 37115.

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Carey J. Thompson, Notary Public, Arthur M. Willard, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 15th day of December, 1988.

Carey J. Thompson

Notary Public

My Commission Expires: Nov. 12, 1990

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, Carey J. Thompson, Notary Public, Sandra Willard, with whom I am personally acquainted, and who acknowledged that she executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this 15th day of December, 1988.

Carey J. Thompson

Notary Public

My Commission Expires: Nov. 12, 1990

EXHIBIT A

Land in Davidson County, Tennessee, being lot no. 105 on the plan of Shepard Hills, Section VIII, as of record in Book 2854, pages 119 and 120, register's office for said county.

Said lot fronts 120 feet on the southwesterly side of Twin Hills Drive and runs back between parallel lines, 352 feet to a deadline.

Being the same property conveyed to Arthur M. Willard, and wife, Sandra Willard, by deed from Delmas Baird, and wife, Viola S. Baird, of record in Book 4798, page 457, Register's Office for Davidson County, Tennessee.

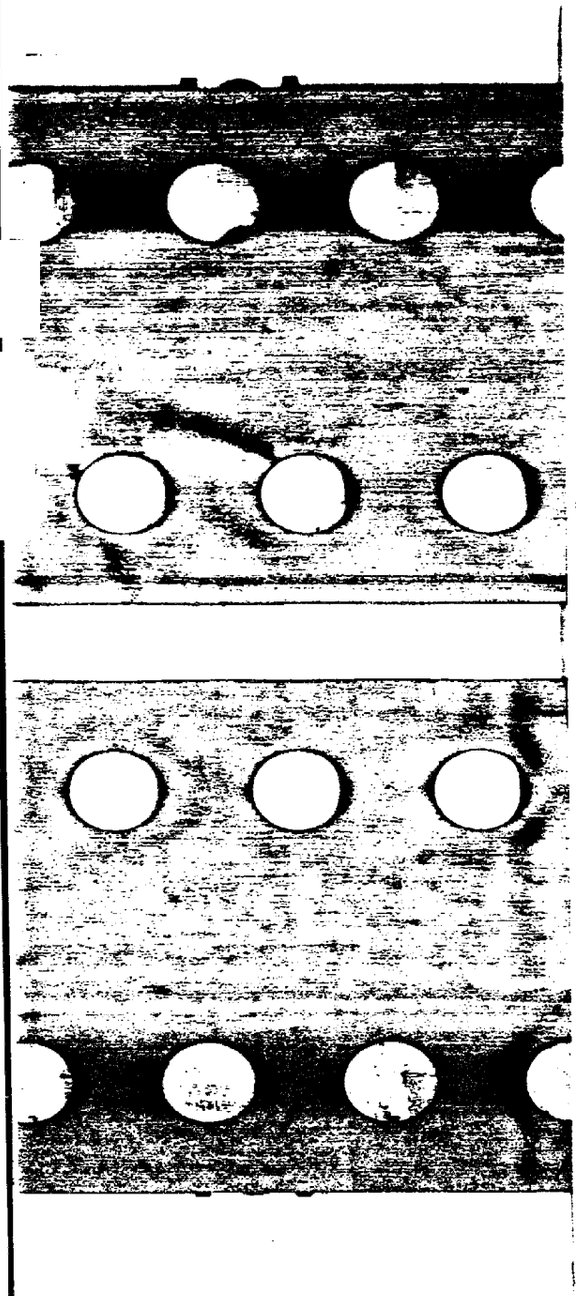
96466

TENNESSEE REAL ESTATE TRANSFER TAX

Dec 27 10 23 AM '88

HARRIS WILSON REGISTER DAVIDSON COUNTY, TN

0882 12/27 0101 03CHECK 162.62



OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 7735 PAGE 825

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

MAMT 46402.06
ERR CO
MAMT 46402.06-
CAMT 46402.06
CON TX 153.12
PRFEE 0.50
WDEED 9.00
TOTAL 162.62
CHECK 162.62

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

12/27/88 01 10:24 0001 0882

96466

TENTIFT REFERENCE

DEC 27 10 24 AM '88

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 167017