EX # C

This Instrument Prepared By:
Hugh C. Howser, Jr., Attorney
25th Floor, Nashville City Center
511 Union Street
Nashville, TN 37219

Send Tax Bills to New Owner(s):
Frank Guzikowski
1012 Chancery Lane
Nashville, TN 37215

BOOK 7817 PAGE 328

Map 154, Portion of Parcel 29, Map 168, Parcel 58 & Portion of 47

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, default having been made in the payment of the debt and obligations, terms and conditions, provided for in that certain Deed of Trust, dated December 2, 1987, to Cavalry Enterprises, Inc., Trustee, executed by Dukes & Dukes Development, as same appears of record in Book 7420, page 91 and corrected in Book 7473, page 528, Register's Office for Davidson County, Tennessee; and

WHEREAS, the lawful owner and holder of said indebtedness has removed Cavalry Enterprises, Inc., as Trustee under said Deed of Trust and has nominated and appointed Hugh C. Howser, Jr. as Substitute Trustee, pursuant to the terms of said Deed of Trust, which appointment of Substitute Trustee is of record in Book 7779, page 875, Register's Office for Davidson County, Tennessee; and

WHEREAS, the said Hugh C. Howser, Jr., Substitute Trustee, is thereby vested with title to the property described in said Deed of Trust for all purposes therein contained, and he is clothed with all the powers, duties and obligations therein conferred upon the named Trustee; and

WHEREAS, the entire indebtedness secured by the above referenced instrument has matured and is past due and unpaid, the owner thereof requested the undersigned to advertise and sell the security according to the terms of said instrument; and

WHEREAS, in accordance with said request, the said real estate was advertised for sale in The Nashville Record, a newspaper published in Davidson County, Tennessee, the first insertion appearing on March 2, 1989, and subsequent insertions appearing on March 9, 1989, and March 16, 1989, giving the time, terms, place of sale and description of the real estate; and

WHEREAS, on March 30, 1989, at 12:10 o'clock P.M., being the time and at the front door of the Courthouse in Nashville, Davidson County, Tennessee, being the place mentioned in said advertisements, the undersigned offered said real estate for sale in accordance with all the terms and requirements in the above referenced instrument, and advertisement of sale made in connection therewith, at which time said real estate was offered for sale at public outcry to the highest and best bidder for cash and was struck off and sold to Frank Guzikowski at and for the sum of THREE HUNDRED SEVENTY SIX THOUSAND ONE AND NO/100 ($376,001.00) DOLLARS, which was the highest and best bid in connection therewith; and

WHEREAS, the purchaser, being the holder of the indebtedness, has complied with the terms of the sale by paying into the hands of the undersigned Substitute Trustee the expenses of sale, the balance being applied upon said indebtedness for which the property was sold.

NOW, THEREFORE, in consideration of the premises and the payment by Frank Guzikowski, of the sum of money so paid, receipt of which is hereby acknowledged, the undersigned, Frank Guzikowski, as Substitute Trustee, does hereby grant, bargain, sell and convey to the said Frank Guzikowski, his successors,

heirs and assigns, in fee simple forever, the property above-mentioned and now further described as being in the County of Davidson, and State of Tennessee, to-wit:

PARCEL I

TRACT I

Beginning at Peach's southwesterly corner, said corner being in the northerly margin of Highway 100, thence with the margin of Highway 100 South 74°12'03" West 250 feet to an iron pin, thence with a curve to the left (having a Central angle of 90°00'00" and a radius of 50.00 feet) 78.54 feet to an iron pin, thence North 15°47'57" West 942.47 feet to an iron pin, thence North 4°44'37" West 671.24 feet to an iron pin, thence North 21°49'35" East 292.15 feet to an iron pin, thence North 1°33'25" East 306.83 feet to an iron pin, thence North 2°03'54" West 227.42 feet to an iron pin, thence North 5°12'01" East 96.20 feet to an iron pin, thence North 63°57'58" East 549.99 feet to an iron pin, thence South 15°50'38" West 24.60 feet to an iron pin, thence South 13°18'16" West 168.94 feet to an iron pin, thence South 6°02'29" East 211.46 feet to an iron pin, thence South 3°46'39" East 248.00 feet to an iron pin, thence North 79°20'13" East 228.64 feet to an iron pin, thence South 1°00'29" West 295.43 feet to an iron pin, thence South 1°30'03" West 153.49 feet to an iron pin, thence South 1°21'39" West 190.30 feet to an iron pin, thence South 0°57'30" West 668.72 feet to an iron pin, thence South 2°03'29" West 56.08 feet to an iron pin, thence South 21°55'57" West 286.82 feet to an iron pin, thence South 81°12'04" West 228.85 feet to an iron pin, thence South 81°12'04" West 7.60 feet to an iron pin, thence South 7°17'01" East 445.98 feet to the point of beginning containing 1,547,886.97 square feet or 35.5346 acres.

TRACT II

Beginning at the northwesterly corner of the corner of the property, said corner being in the southerly margin of Highway 100 and the northerly margin of Highway 100 prior to the realignment of Highway 100, thence with the southerly margin of Highway 100 North 74°12'03" East 777.07 feet to an iron pin, thence with a curve to the left (having a central angle of 4°47'23" and a radius of 2,783.20 feet) 232.66 feet to an iron pin, thence South 59°24'06" West 186.56 feet to an iron pin, thence South 63°29'47" West 87.22 feet to an iron pin, thence South 67°59'24" West 112.36 feet to an iron pin, thence South 74°01'07" West 277.87 feet to an iron pin, thence South 78°10'53" West 86.20 feet to an iron pin, thence South 83°53'34" West 139.39 feet to an iron pin, thence North 89°40'01" West 135.77 feet to the point of beginning containing 47,285.25 square feet or 1.0855 acres.

Being the same property conveyed to Dukes & Dukes Development Corporation by deed from Kenneth B. McPherson and wife, Lois M. McPherson of record in Book 7420, page 99,

Register's Office for Davidson County, Tennessee.

PARCEL II

TRACT I

Beginning at Peach's southwesterly corner, said corner being in the northerly margin of Highway 100, thence leaving said margin of Highway 100 North 52°25'00" West 5,223.01 feet across the McPhersons properties to the point of beginning thence North 7°17'51" East 137.15 feet to an iron pin, thence North 4°04'43" East 349.59 feet to an iron pin, thence North 1°30'24" West 106.93 feet to an iron pin, thence North 2°04'53" East 169.91 feet to an iron pin, thence North 5°36'54" East 514.58 feet to an iron pin, thence South 88°04'29" East 131.89 feet to an iron pin, thence South 88°04'29" East 582.16 feet to an iron pin, thence South 84°50'56" East 309.95 feet to an iron pin, thence South 5°46'53" West 150.59 feet to an iron pin, thence North 80°11'00' East 153.52 feet to an iron pin, thence South 84°43'51" East 127.90 feet to an iron pin, thence North 86°59'38" East 120.48 feet to an iron pin, thence North 89° 01' 53" East 305.13 feet to an iron pin, thence North 89°58'13" East 127.70 feet to an iron pin, thence South 89°56'18" East 290.22 feet to an iron pin, thence South 1°02'54" East 190.92 feet to an iron pin, thence South 81°36'21" East 478.52 feet to an iron pin, thence South 80°59'00" East 671.41 feet to an iron pin, thence South 80°52'54" East 109.86 feet to an iron pin, thence South 77°10'08" East 263.14 feet to an iron pin, thence South 74°01'30" East 101.14 feet to an iron pin, thence North 71°40'32" East 237.13 feet to an iron pin, thence North 15°46'28" West 29.34 feet to an iron pin, thence North 72°49'17" East 50.05 feet to an iron pin, thence North 69°24'50" East 125.46 feet to an iron pin, thence North 71°04'30" East 68.95 feet to an iron pin, thence South 3°13'47" East 77.64 feet to an iron pin, thence South 8°24'48" East 206.49 feet to an iron pin, thence South 7°26'22" West 159.62 feet to an iron pin, thence South 14°02'17" West 156.61 feet to an iron pin, thence South 14°36'19" West 140.44 feet to an iron pin, thence South 5°07'33" West 216.85 feet to an iron pin, thence South 12°30'44" East 270.24 feet to an iron pin, thence South 15°50'38" West 81.06 feet to an iron pin, thence South 63°57'58" West 549.99 feet to an iron pin, thence North 5°12'01" East 182.52 feet to an iron pin, thence North 32°55'13" East 209.35 feet to an iron pin, thence North 7°30'58" East 268.29 feet to an iron pin, thence North 56°24'08" West 357.11 feet to an iron pin, thence North 35°01'06" West 319.93 feet to an iron pin, thence North 77°48'30" West 541.76 feet to an iron pin, thence North 70°11'21" West 152.59 feet to an iron pin, thence North 71°49'08" West 177.92 feet to an iron pin, thence North 85°46'36" West 680.27 feet to an iron pin, thence North 53°46'51" West 367.52 feet to an iron pin, thence South 82°33'50" West 209.73 feet to an iron pin, thence South 83°29'15" West 680.06 feet to an iron pin, thence South 38°19'30" West 265.93

feet to an iron pin, thence South 52°05'48" West 171.73 feet to an iron pin, thence South 43°52'46" West 608.31 feet to the point of beginning containing 2,291,424.84 square feet or 52.6039 acres.

TRACT II

Beginning at Peach's southwesterly corner, said corner being in the northerly margin of Highway 100, thence leaving margin of Highway 100 North 52°25'00" West 5,223.01 feet across the McPhersons properties to the point of beginning thence South 60°12'25" West 742.88 feet to an iron pin, thence South 55°59'15" West 345.25 feet to an iron pin, thence South 52°45'57" West 561.07 feet to an iron pin, thence North 69°14'50" West 170.22 feet to an iron pin, thence North 52°30'08" East 25.50 feet to an iron pin, thence North 39°55'51" East 51.16 feet to an iron pin, thence North 55°40'10" East 283.10 feet to an iron pin, thence North 46°30'16" East 304.84 feet to an iron pin, thence North 55°59'15" East 345.25 feet to an iron pin, thence North 64°38'52" East 841.00 feet to an iron pin, thence South 7°17'51" West 137.15 feet to the point of beginning containing 267,540.15 square feet or 6.1419 acres.

Being the same property conveyed to Dukes & Dukes Development Corporation by deed from Kenneth B. McPherson and David E. McPherson of record in Book 7420, page 87, Register's Office for Davidson County, Tennessee.

This is improved property known as South Harpeth Chase.

TO HAVE AND TO HOLD the real property above described, together with the privileges and appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Frank Guzikowski, his successors, heirs and assigns, in fee simple forever, to whom the said Hugh C. Howser, Jr., Substitute Trustee, warrants the title to the aforesaid real property against the lawful claims of all persons claiming by, through or under him, as such Substitute Trustee, but no further or otherwise.

IN WITNESS WHEREOF, Hugh C. Howser, Jr., as Substitute Trustee, has executed this instrument on the 13th day of April, 1989.

HUGH C. HOWSER, JR.
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public of the State and County aforesaid, personally appeared Hugh C. Howser, Jr., the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purpose therein contained.

WITNESS my hand and seal, at office in Nashville, Tennessee, this 13th day of April, 1989.

Jean Patterson
NOTARY PUBLIC

My commission expires: 11-12-89

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, to the best of my knowledge and belief, for this transfer is $376,001.00.

H J Howser
Affiant

Sworn to and subscribed before me, this 13th day of April, 1989.

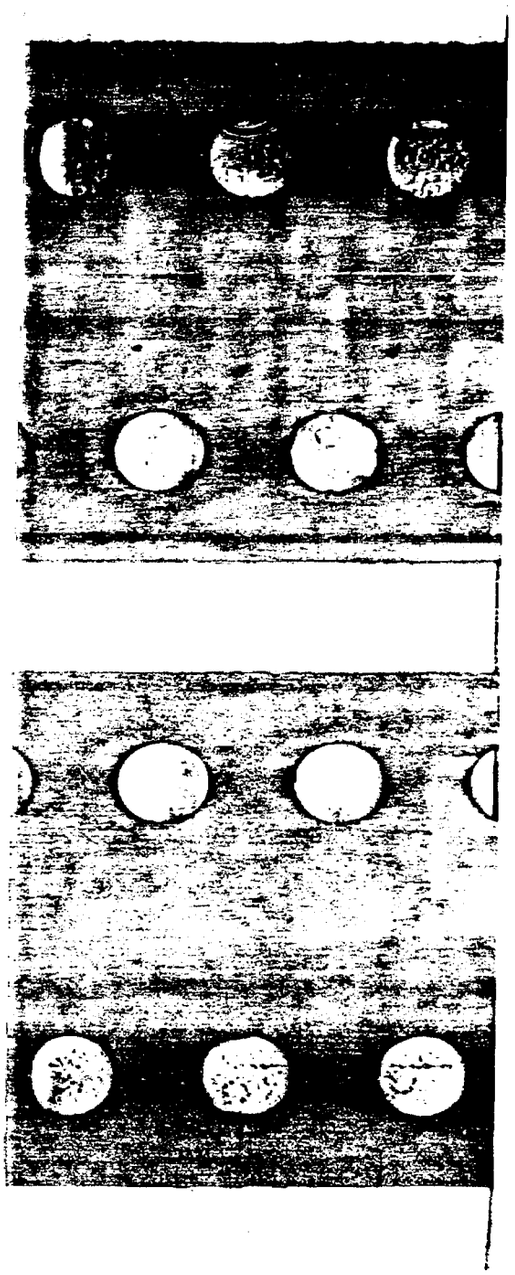
Jean Patterson
Notary Public

My commission expires: 11-12-89

5876 04/14 0101 03CHECK 1256.30

25010

APR 14 11 30 AM '89



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7817 PAGE 333

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

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL

CAMT 376001.00
CON TX 1240.80
PRFEE 0.50
WDEED 15.00
TOTAL 1256.30
CHECK 1256.30

04/14/89 01 11:30 0001 5876

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

250 10

IDENTIFICATION

APR 14 11 30 AM '89

FELIX Z. WILSON, II REGISTER

No. 206259