This instrument prepared by:
W. Fred Williams
FARRIS, WARFIELD & KANADAY
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

0453 05/26 0101 03CHECK 6230.36

Address New Owner(s) as Follows:

Third National Bank
Real Estate Dept.
444 James Robertson Pkwy.
Nashville, TN 37219

Send Tax Bills To: (same)

Map and Parcel No.: 34-6-9

Field Book 10D-42120

SUCCESSOR TRUSTEE'S DEED

This instrument made and entered into on this the 26th day of May, 1989, by W. Fred Williams, Successor Trustee (hereinafter referred to as "Successor Trustee").

WHEREAS, by Deed of Trust dated the 8th day of November, 1985, of record in Book 6706, page 134, Register's Office for Davidson County, Tennessee (the "Deed of Trust"), Sharondale Properties, a Tennessee general partnership, conveyed to Stephen W. Ramp, Trustee, the hereinafter described real estate, to secure payment to Third National Bank in Nashville of indebtedness described in the Deed of Trust evidenced by one or more notes (collectively the "Notes"); and

WHEREAS, the indebtedness evidenced by the Notes and secured by said Deed of Trust became overdue and unpaid, and other conditions of default occurred, by reason of which the lawful owner and holder of the indebtedness secured by said Deed of Trust declared the Deed of Trust and Notes to be in default, and notice was given of such default to Sharondale Properties, but following such notice the default was not cured; and

WHEREAS, the lawful holder of the Notes, Third National Bank in Nashville, appointed W. Fred Williams to serve as Successor Trustee in place of Stephen W. Ramp in accordance with the terms of said Deed of Trust by an instrument of record in Book 7827, page 448, Register's Office for said County; and

WHEREAS, the lawful holder of the Notes secured by the Deed of Trust directed the Successor Trustee to sell the property held as security under the Deed of Trust as provided therein, and the Successor Trustee caused notice to be published as provided in the Deed of Trust in The Nashville Record that the property would be sold at 11:00 a.m. on May 26, 1989, at the south door of the Courthouse in Davidson County, Tennessee, such advertisement appearing in said paper on May 4, 11 and 18, 1989; and

WHEREAS, the Successor Trustee at the time, place and date specified in said notices offered the property for sale, and after opening the floor for competitive bids, sold said property to Third National Bank in Nashville, at the price of One Million Eight Hundred Eighty-Four Thousand Two Hundred Forty-Nine and 10/100 Dollars ($1,884,249.10), this being the highest, last and best bid.

NOW, THEREFORE, I, W. Fred Williams, Successor Trustee as aforesaid, in consideration of the premises and the sum of One Million Eight Hundred Eighty-Four Thousand Two Hundred Forty-Nine and 10/100 Dollars ($1,884,249.10), to me in hand paid, the receipt of which is hereby acknowledged, by these presents do transfer and convey unto Third National Bank in Nashville, its successors and assigns, all of my right, title and interest in and to the following described real estate and improvements located thereon, but no further or otherwise, located in Davidson County, Tennessee, and more particularly described as follows, to wit:

> Land in Davidson County, Tennessee being Lot No. 5 on the Revision to the Resubdivision of Lot 5 on the Revised Master Plat of Rivergate Place, as of record in Book 6200, page 793, Register's Office for Davidson County, Tennessee, to which plan reference is made for more complete descriptions.
>
> Being part of the same property conveyed to Sharondale Properties by Deed from The County Bank, of record in Book 6675, page 227, Register's Office for Davidson County, Tennessee.

To have and to hold the aforesaid real estate, together with all improvements thereon, in bar of all rights of homestead, equity of redemption, statutory right of redemption and all other rights or exemptions of every kind, including, but not limited to, statutory right to an elective share in the property as provided in, but only to the extent provided in, said Deed of Trust.

Said sale is subject to certain easements, restrictions, liens, taxes, etc., including, but not limited to the following:

(1) Any and all unpaid taxes.

(2) Any mechanics' and materialmen's liens, filed or unfiled.

(3) Title to that portion of the premises lying within the bounds of any roads, streets, or highways.

(4) Such easements and restrictions as may be applicable.

(5) Any rights of redemption or otherwise held by the Internal Revenue Service or the State of Tennessee.

(6) Rights or claims of parties in possession.

(7) Encroachments, overlaps, boundary line disputes or other matters which would be shown by an accurate survey or inspection of the premises.

(8) Reciprocal Easement Agreement of record in Book 7246, page 187, said Register's Office, as amended in Book 7485, page 492, Book 7763, page 383, and Book 7763, page 385, all in said Register's Office.

(9) The Plan of record in Book 6200, page 793, said Register's Office shows an Owner's Certificate, easements, setback lines and notes, all as more particularly shown on said plan.

(10) An easement for sanitary sewers and/or storm drainage of record in Book 4231, page 783, Book 4231, page 786, Book 4224, page 218 and Book 5613, page 233, said Register's Office.

(11) Any other liens, defects, encumbrances, adverse claims or other matters which take prior over the Deed of Trust under which said foreclosure was held or which affect the land herein conveyed.

WITNESS the signature of the Successor Trustee on this the day and date first above written.

W. Fred Williams
Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Connie L. Edwards, a Notary Public of the State and County aforesaid, personally appeared W. Fred Williams, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Successor Trustee, and that he as such Successor Trustee being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing his name as Successor Trustee.

Witness my hand and seal, at office in Nashville, Tennessee, this 26th day of May, 1989.

Connie L. Edwards
Notary Public

My commission expires: 3/27/93

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, for this transfer is One Million Eight Hundred Eighty-Four Thousand Two Hundred Forty-Nine and 10/100 Dollars ($1,884,249.10).

Affiant

Subscribed and sworn to before me this the 26th day of May, 1989.

Connie L. Edwards
Notary Public

My commission expires: 3/27/93

365223

MAY 26 4 13 PM '89

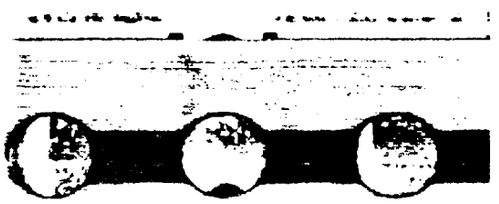
1543E/05-26-89

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE



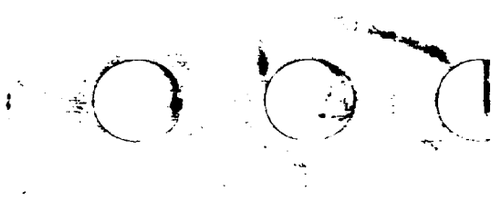
RECEIVED OF _____

FOR _____

BOOK 7851 PAGE 16

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





RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

CANT
1884249.10

CON TX 6217.86
PRFEE 0.50
MDEED 12.00
TOTAL 6230.36
CHECK 6230.36

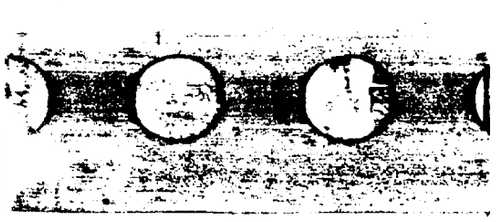
36523

IDENTIFICATION REFERENCE

May 26 4 13 PM '89

FELIX Z. WILSON, II REGISTER

05/26/89 01 16:14 0001 0453



No. 213820