THIS INSTRUMENT PREPARED BY:
PETER WEISS, ATTORNEY
Suite 500, One Church Street Building
Nashville, Tennessee 37201

FILE IN BOX #4

Map-Parcel No.: 91-8-236
Field Book No.: 12W-6494

T R U S T E E ' S D E E D

WHEREAS, by Installment Deed dated April 11, 1988, of record in Book 7514, Page 105, Register's Office for Davidson County, Tennessee (the "Deed"), DOUGLAS E. SMITHSON, unmarried, conveyed to PETER WEISS, Trustee, the hereinafter described real estate (the "Property"), to secure an indebtedness evidenced by a promissory note of even date therewith, which note is fully described in said Deed (the "Note"); and,

WHEREAS, default having occurred both in the payment of said Note and in the terms and conditions of said Deed, therefore, the lawful owner and holder of the indebtedness thereof declared the entire indebtedness due and owing; and,

WHEREAS, the lawful owner and holder of the indebtedness directed PETER WEISS, Trustee, to sell the Property, and in accordance with the terms thereof, and pursuant to said direction, the Trustee did advertise the Property for sale as provided in the Deed and Note, and the Property was advertised to be sold at 10:30 o'clock, A.M., on Monday, August 14, 1989, at the South door of the Courthouse in Davidson County, Tennessee, at public outcry, to the highest and best bidder for cash, free from the equity of redemption, homestead, dower and all other exemptions of every kind, all of which were expressly waived in said Deed, said advertisement of the Trustee's sale being duly published in the Nashville Record , a newspaper of general circulation published in Davidson County, Tennessee, on July 20, 1989, July 27, 1989, and on August 3, 1989; and,

WHEREAS, at the time and place mentioned in said advertisement, the undersigned offered said property for sale at public outcry to the highest and best bidder for cash at which time the said property was struck off and sold to DENTON L. RATLIFF (the "Purchaser") at and for the sum of ONE HUNDRED TEN THOUSAND AND 00/100 ($110,000.00) Dollars, that being the highest and best bid offered; 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 Trustee the expenses of the sale, the balance being applied upon said indebtedness for which property was sold.

NOW THEREFORE, in consideration of the premises and the payment by DENTON L. RATLIFF of the sum of money so paid, receipt of which is hereby acknowledged, the undersigned, PETER WEISS, Trustee, does hereby grant, bargain, sell and convey to the said DENTON L. RATLIFF, his heirs and assigns, in fee simple

forever, the Property above mentioned and now further described as being in Nashville, County of Davidson, State of Tennessee, to-wit:

BEING the West parts of Lots Nos. 25, 26 and the West 60 feet of the North 32 feet of Lot No. 27 on the Map of the proposed Re-Arrangement of Clifton Subdivision, as of record in Book 161, Page 80, Register's Office for said County, which proposed plan is of record in Book 1130, Page 52, and which proposed plan likewise includes a part of a 15 foot alley on said original plan and described according to the plan of record in Book 1130, Page 52, and survey made by T. R. Sandord, dated September 4, 1962, as follows:

BEGINNING at a point in the southerly margin of Albion Street, 92.6 feet West of the Southwest corner of 43rd Avenue North and Albion Street; thence, in a southerly direction, parallel to the westerly margin of 43rd Avenue North, 141 feet to a point, the Southwest corner of the property conveyed to Robert P. Lipscomb and wife, by Deed of record in Book 1304, Page 77, said Register's Office; thence, in a westerly direction parallel to the northerly margin of Lot No. 28, 75 feet to the easterly margin of an alley; thence, along the alley and Albion Street; thence, in an easterly direction along the southerly margin of Albion Street, 77.3 feet to the point of beginning.

BEING the same property conveyed to Douglas E. Smithson, unmarried, by Deed from Denton L. Ratliff and wife, Lynn C. Ratliff, of record in Book 7514, Page 105, Register's Office for Davidson County, Tennessee. The said Douglas E. Smithson having since conveyed the subject property to SPARACON CORPORATION, by Quitclaim Deed of record in Book 7688, Page 262, said Register's Office.

THIS is improved property located at 4305 Albion Street, Nashville, Tennessee 37209.

This conveyance is expressly subject to any unpaid taxes and/or liens on said property, which liens, if any, may have priority over this conveyance and all restrictions and easements of record.

TO HAVE AND TO HOLD said Property, together with the appurtenances, estate, title and interest thereto belonging to DENTON L. RATLIFF, his heirs and assigns; and PETER WEISS, Trustee, does hereby transfer, assign and set over to DENTON L. RATLIFF, all of his right, title and interest in said Property as Trustee, but not further or otherwise.

IN WITNESS WHEREOF, said PETER WEISS, Trustee, has executed this instrument on this the 14th day of August, 1989.

PETER WEISS, TRUSTEE

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 14th day of August, 1989, before me, a Notary Public, in and for said State and County, duly commissioned and qualified, personally appeared PETER WEISS, TRUSTEE, to me known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument as Trustee, and acknowledged that he, being authorized so to do, executed said instrument in his capacity as Trustee for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 14th day of August, 1989.

My Commission Expires: 11/10/91

Katherine Goodson
NOTARY PUBLIC

KATHERINE GOODSON NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

ADDRESS OF NEW OWNER :

MR. DENTON L. RATLIFF
c/o GOLD KEY REALTORS
2206 Franklin Road
Nashville, Tennessee 37204

SEND TAX BILLS TO :

"NEW OWNER"

7169 08/18 0101 03CHECK 373.00

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $ 110,000.00 .

Affiant

Subscribed and sworn to before me this the 14th day of August, 1989.

My Commission Expires: 11/10/91

Katherine Goodson
Notary Public

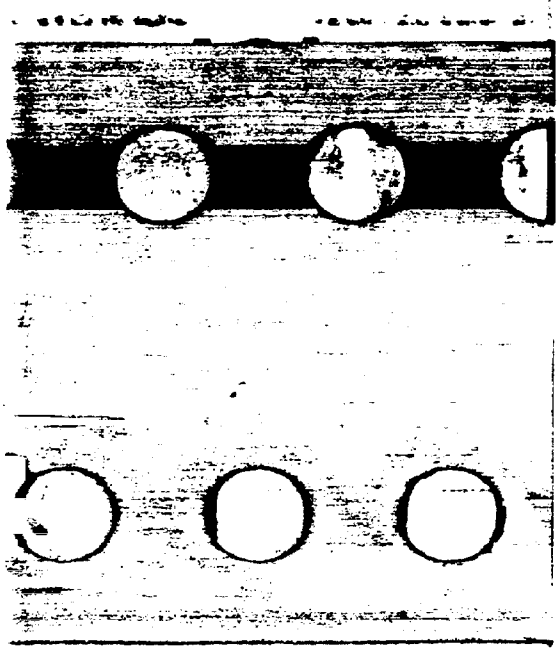
KATHERINE GOODSON NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

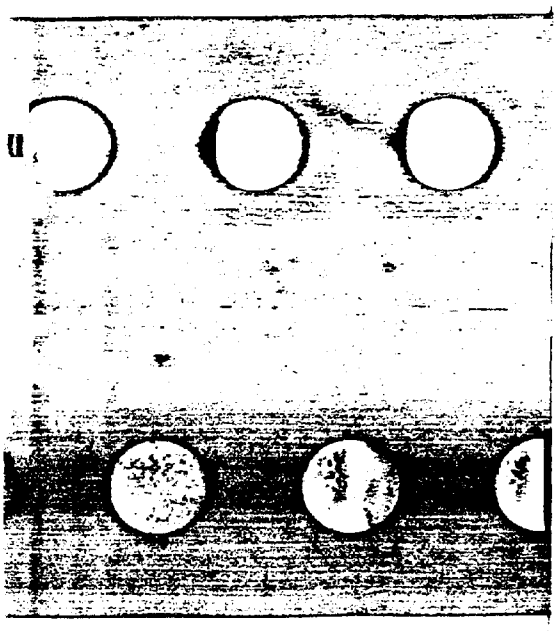
59059

IDENTIFICATION REFERENCE

AUG 18 11 48 AM '89

DAVIDSON COUNTY, TN





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 7918 PAGE 339

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 110000.00
CON TX 363.00
PRFEE 1.00
WDEED 9.00
TOTAL 373.00
CHECK 373.00

08/18/89 01 11:48 0001 7169

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

59059

IDENTIFICATION REFERENCE

AUG 18 11 48 AM '89

FELIX Z. WILSON, II, REGISTER
DAVIDSON COUNTY, TN

No. 240428