This Instrument Prepared By:
Ralph Z. Levy, Jr., Esq.
Wyatt, Tarrant, Combs, Gilbert & Milom
13th Floor
Third National Building
Nashville, Tennessee 37219

BOOK 7936 PAGE 96

TRUSTEE'S DEED

ADDRESS OF NEW OWNER	SEND TAX BILLS TO	MAP/PARCEL NO.
Willis J. Reynolds, Trustee 6217 Milbrook Road Brentwood, Tennessee 37027	Same	Map 147-4 Parcel 169 5DU-06558

This deed, made and entered into this 11th day of September, 1989, by and between Ralph Z. Levy, Jr., acting as Substitute Trustee as hereinafter stated, party of the first part, and Willis J. Reynolds, Trustee, with full power to assign, transfer, convey, or encumber without the consent or joinder of any beneficiary, party of the second part, both of the County of Davidson and State of Tennessee.

W I T N E S S E T H

WHEREAS the Holly Hill Group, Ltd., executed to Stanley M. Chernau, Trustee, upon the improved real property hereinafter described, a Deed of Trust, dated November 25, 1980, and recorded in Book 5683, page 975, Register's Office for Davidson County, Tennessee, and which Deed of Trust was amended by an Amendment to Deed of Trust and Security Agreement, dated December 17, 1986, of record in Book 7089, page 423, said Register's Office; and which Deed of Trust was further amended by an Assignment of Note and Deed of Trust, dated December 1, 1988, of record in Book 7722, page 819, said Register's Office; the undersigned RALPH Z. LEVY, JR., SUBSTITUTE TRUSTEE, having been appointed and substituted as Trustee for and in the place and stead of the said STANLEY M. CHERNAU, TRUSTEE, by instrument dated July 24, 1989, of record in Book 7898, page 276, in said Register's Office, and WHEREAS the indebtedness thereby secured being overdue and unpaid, and the holder of the said indebtedness having called upon the said Trustee to foreclose the said Deed of Trust, the said Trustee, after due advertisement as required by law and the terms of the Deed of Trust, offered said land for sale at the door of the Courthouse on the 11th day of September, 1989, when and where Willis J. Reynolds, Trustee, became the last and highest bidder at the price of One Million One Hundred Twenty Two Thousand and Eighty Seven ($1,122,0-87.00) Dollars.

Now, therefore, the said Ralph Z. Levy, Jr., acting as Substitute Trustee as aforesaid, in consideration of the premises set forth herein and of the said sum of One Million One Hundred Twenty Two Thousand and Eighty Seven ($1,122,087.00) Dollars to him in hand paid, has bargained and sold and by these presents does bargain, sell, transfer, and convey unto the said Willis J. Reynolds, Trustee, his successors and assigns, with full power to assign, transfer, convey and encumber without the consent or joinder of any beneficiary the land sold as aforesaid, the same lying and being in the County of Davidson, and State of Tennessee, and more particularly described and bounded as follows:

BEGINNING at a point where the west boundary of Hillbrook Subdivision, Section 5, intersects the south right-of-way margin of Harding Place; thence with the said west boundary of

243.23 feet to a concrete monument; thence S63°20'00"E, 124.00 feet to an iron stake; thence S3°03'20"W, 112.56 feet to an iron stake; thence S31°54'40"E, 39.65 feet to an iron stake; thence S33°17'00"E, 31.72 feet to a concrete monument, said monument being where the south right-of-way margin of Richbriar Road intersects the heretofore said west boundary of Hillbrook Subdivision, Section 5; thence continuing with said west boundary S32°23'30"E, 168.43 feet to an iron stake, thence N89°23'00"W, 77.33 feet to an iron stake; thence S4°43'00"W, 164.88 feet to an iron stake, said iron stake being in the north right-of-way of Wallace Road; thence with said north margin of Wallace Road N88°00'00"W, 470.28 feet to the beginning of a curve to the rights, said curve having a radius of 25.00 feet; thence with said curve for a distance of 39.27 feet to the point of tangency, said point being in the east margin of Humber Drive N2°00'00"E, 93.00 feet to the beginning of a curve to the left, said curve having a radius of 300.00 feet; thence with said curve for a distance of 251.02 feet to the beginning of a curve to the right, said curve having a radius of 300.0 feet; thence with said curve for a distance of 102.62 feet to a point; thence N24°10'00"W, 95.70 feet to the beginning of a curve to the right having a radius of 25.00 feet; thence with said curve for a distance of 39.27 feet to a point in the south right-of-way margin of Harding Place; thence with said south margin N65°50'00"E, 446.26 feet to the point of beginning and containing an area of 8.06 acres.

BEING the same property conveyed to The Holly Hills Investment Group, Ltd., a Tennessee Limited Partnership, by deed from The Holly Hills Group, Ltd., a Tennessee Limited Partnership, of record in Book 7089, page 419, Register's Office for Davidson County, Tennessee; and further being the same property conveyed to The Holly Hills Group, Ltd., a Tennessee Limited Partnership, by deed from Willis J. Reynolds, Abe Rothberg, Phyllis Reichman, and Charles S. Pear, Trustee, of record in Book 5683, page 965, said Register's Office.

To have and to hold, said lands and premises, together with all privileges and appurtenances thereunto belonging, to him the said party of the second part, his heirs and assigns, in as full and ample a manner as the said Substitute Trustee has power to convey the same, but subject to that certain Deed of Trust dated October 9, 1968, of record in Book 4276, page 747, said Register's Office, to Albert W. Johnson, Trustee, to secure an original principal amount of $1,025,000 payable to Dobson and Johnson, Inc., as modified by instrument of record in Book 4376, page 149 and Book 4376, page 153 said Register's Office, any and all unpaid taxes, and any and all liens and encumberances as may affect the premises.

IN WITNESS WHEREOF, the said Ralph Z. Levy, Jr., acting as Substitute Trustee as hereinabove stated, has hereunto set his signature, the day and year first above written.

Ralph Z. Levy, Jr., Substitute Trustee

STATE OF TENNESSEE)
) ss:
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Ralph Z. Levy, Jr., as Substitute Trustee, 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 within instrument for the purposes therein contained.

WITNESS my hand and official seal this 11th day of September, 1989.

Notary Public

My Commission Expires: March 27, 1993

STATE OF TENNESSEE)
) ss:
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $1,450,000.00

Affiant

Subscribed and sworn to before me this 11th day of September, 1989.

Notary Public

My Commission Expires: March 27, 1993

F:/MARILEE/REYNOLD.DED

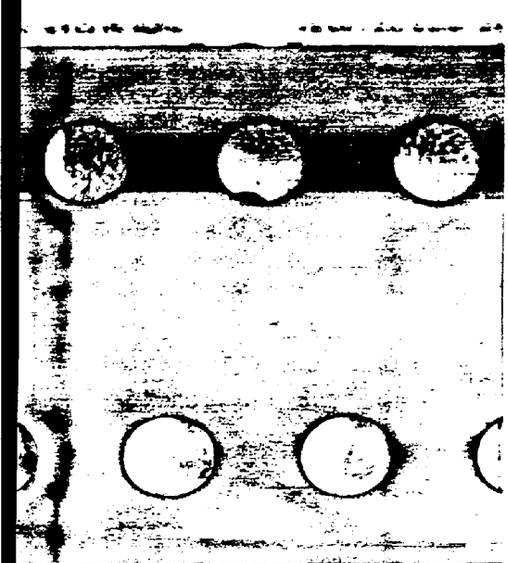
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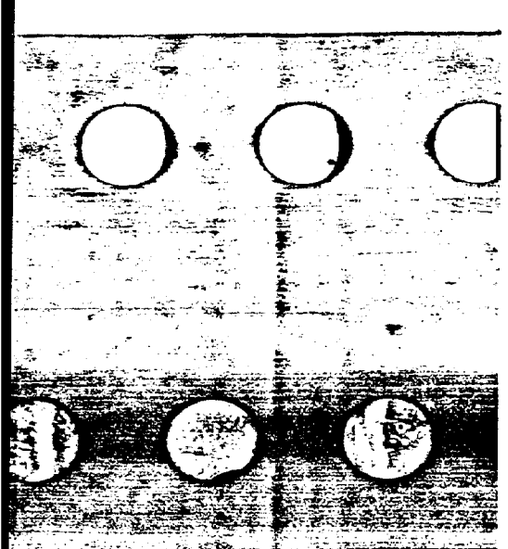
IDENTIFICATION REFERENCE

SEP 12 2 54 PM '89

DAVIDSON COUNTY, TN

3803 09/12 0101 03CHECK 4795.00





OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

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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 1450000.00
CON TX 4785.00
PRFEE 1.00
WDEED 9.00
TOTAL 4795.00
CHECK 4795.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

09/12/89 01 14:56 0001 3803

6.5.37.8.

IDENTIFICATION REFERENCE

SEP 12 2 54 PM '89

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN

No. 247805