This Instrument was Prepared By:
KEVIN J. JONES, Attorney
LOEWENSTEIN, ZIEGLER & BUFFALOE
1800 Third National Bank Building
Nashville, Tennessee 37219

BOOK 7958 PAGE 698

ADDRESS NEW OWNER:

United Companies Mortgage
of Tennessee, Inc.
176 Thompson Lane
P. O. Box 110729
Nashville, Tennssee 37211

SEND TAX BILLS:

Same

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $24,223.44.

AFFIANT

Subscribed and sworn to before me this the 6th day of October, 1989.

NOTARY PUBLIC

My Commission Expires: March 11, 1990

732232

IDENTIF. TREFERENCE

Oct 11 10 48 AM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on the 19th day of December, 1988, Willie Lewis Smith and wife, Aley Mae S. Smith, executed a Deed of Trust to Joe E. Phillips as Trustee to secure a promissory note of even date in the amount of $46,518.33 payable to the order of United Companies Mortgage of Tennessee, Inc. as fully set out in Book 7734, Page 642, Register's Office for Davidson County, Tennessee; and,

WHEREAS, the said Joe E. Phillips, Trustee, was unable to act as Trustee under said Deed of Trust, and Robert P. Ziegler and/or Kevin J. Jones was appointed as Substitute Trustee by an instrument of record in Book 7928, Page 116, Register's Office for Davidson County, Tennessee; and,

WHEREAS, default was made in the payment of said indebtedness and in the performance of the other covenants and agreements contained in said Deed of Trust, and United Companies Mortgage of Tennessee, Inc., the lawful owner and holder of said indebtedness having declared all the unpaid installments due and payable, called upon the undersigned Substitute Trustee to exercise the power of sale conferred by said Deed of Trust, and to sell the hereinafter described property;

WHEREAS, I, Robert P. Ziegler, Substitute Trustee, did give notice of the time and place of sale by publication in The Nashville Record, a newspaper published in Nashville, Davidson County, Tennessee, for four (4) consecutive weeks, one insertion of said advertisement appearing in each of the issues of said newspaper on September 7, 14, 21 and 28, 1989, respectively;

WHEREAS, pursuant to said notice, I, the undersigned, Robert P. Ziegler, as Substitute Trustee, did offer the property for sale at public outcry to the highest bidder for cash, subject to all restrictions of record, all unpaid taxes, and any other prior mortgages and liens of record on Tuesday, October 10, 1989, at 10:00 a.m. at the main front door of the Davidson County Courthouse, Nashville, Tennessee; and

WHEREAS, at said sale, United Companies Mortgage of Tennessee, Inc. was the highest and best bidder, the amount of its bid being in the sum of Twenty Four Thousand Two Hundred Twenty Three Dollars and Forty Four Cents ($24,223.44); and,

NOW, THEREFORE, I, Robert P. Ziegler, Substitute Trustee, and pursuant to the power and authority contained in said Deed of Trust and in consideration of Twenty Four Thousand Two Hundred Twenty Three Dollars and Forty Four Cents ($24,223.44) credited and applied as payment on the note secured by the aforementioned Deed of Trust, and further credited and applied against attorney's fees, trustee's fees, and expenses incurred pursuant to said sale, do by these presents sell and transfer and convey unto United Companies Mortgage of Tennessee, Inc., its successors and assigns, a certain tract of land in Davidson County, Tennessee, described as follows:

> Land in Davidson County, Tennessee, being Lot No. 195 on the Plan of Haynes Estates, Section IV, as of record in Book 4300, page 44, Register's Office for said County.
>
> Said Lot No. 195 fronts 75 feet on the northerly side of Buena Vista Pike and runs back between line, 129.40 feet on the westerly side and 134 feet on the easterly side, to a line at the rear on which it measures 75.14 feet thereon.
>
> Being the same property conveyed to Willie Lewis Smith and wife, Alley Mae S. Smith by deed from W.L. Bainbridge Company of record in Book 4427, Page 11, Register's Office Davidson County, Tennessee.

This conveyance is made subject to all restrictions of record, all unpaid real estate taxes, and any other prior mortgages and valid liens of record.

TO HAVE AND TO HOLD said tract of land, together with all the appurtenances, estate, title, and interest thereto belonging to the said United Companies Mortgage of Tennessee, Inc., its successors and assigns, forever.

I, Robert P. Ziegler, Substitute Trustee, under the said Deed of Trust of record in Book 7734, Page 642, Register's Office for Davidson County, Tennessee, do hereby transfer, assign, and convey unto the said United Companies Mortgage of Tennessee, Inc., its successors and assigns, all of the rights, title, and interest in and to said property vested in me, and which I have a right to transfer, in as full and ample a fashion as I as Substitute Trustee under said Deed of Trust, can or should do, but not further or otherwise.

IN WITNESS WHEREOF, the said Robert P. Ziegler, Substitute Trustee, has hereto set his hand, this the 10th day of October, 1989.

ROBERT P. ZIEGLER,
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, the within named Robert P. Ziegler, Substitute Trustee, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the foregoing instrument, as Substitute Trustee, for the purposes therein contained.

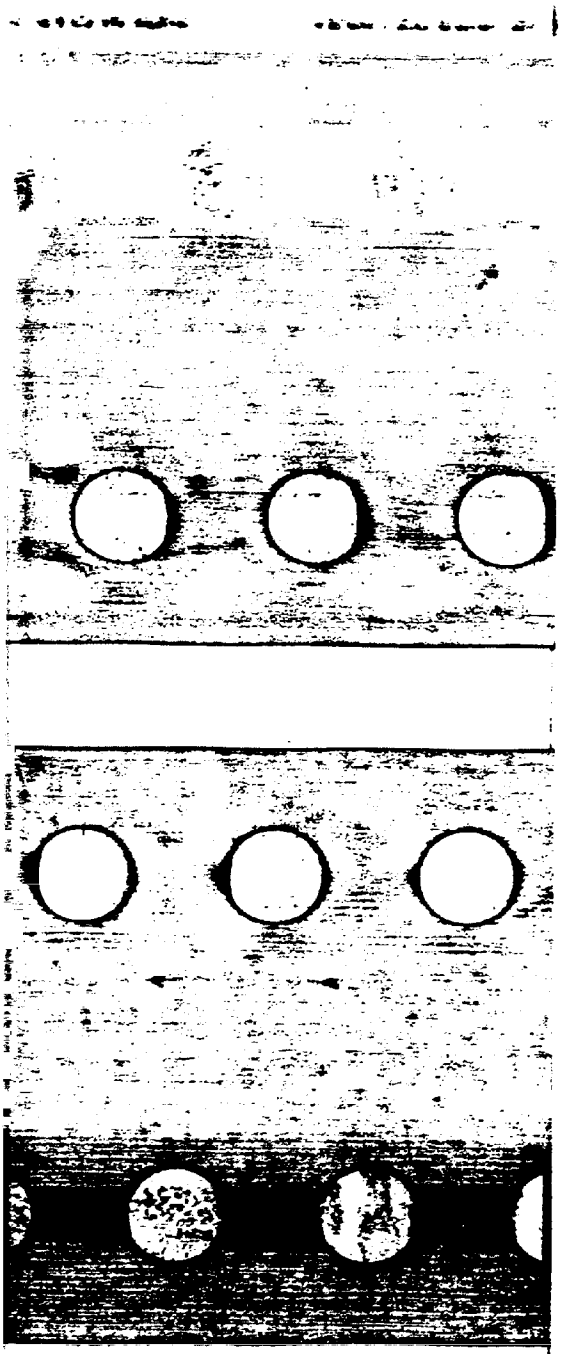
WITNESS my hand and official seal at offices in Nashville, Tennessee, this the 10th day of October, 1989.

NOTARY PUBLIC

My Commission Expires:

March 11, 1990

4780 10/11 0101 03CHECK 89.86



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

RECEIVED OF _____

FOR _____

BOOK 7958 PAGE 701

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 24223.44
CON TX 79.86
PRFEE 1.00
WDEED 9.00
TOTAL 89.86
CHECK 89.86

10/11/89 01 10:48 0001 4780

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

73232

IDENTIF. TREFERENCE

OCT 11 10 48 AM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 256955