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SUCCESSOR TRUSTEE'S DEED

Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
First Gibraltar Bank FSB 13401 North Freeway Houston, Texas 77060	New Owner	59-8-160 59-105
This instrument prepared by: Boult, Cummings, Conners & Berry (CSS) P.O. Box 198062, Nashville, Tennessee 37219		

File 37

WHEREAS, GemCraft Homes (Tennessee), Inc., a Tennessee corporation, by Deed of Trust (the "Deed of Trust") dated November 10, 1988, transferred and conveyed to Sydney K. Boone, Jr., Trustee, the property described in Exhibit A hereto (the "Property") (said Deed of Trust being of record in Book 7703, page 696, Register's Office for Davidson County, Tennessee); and

WHEREAS, First Gibraltar Bank, FSB is now the lawful owner and holder of the Deed of Trust; and

WHEREAS, a Successor Trustee has been appointed by the lawful owner and holder of the indebtedness secured by the Deed of Trust (said Appointment of Successor Trustee being of record in Book 7910, page 545, said Register's Office); and

WHEREAS, the indebtedness secured by the Deed of Trust has become overdue and unpaid, and the lawful holder and owner of said debt has called upon the Successor Trustee to foreclose the Deed of Trust; and

WHEREAS, the Successor Trustee, after due advertisement as required by law and as required by the terms of the Deed of Trust, offered the Property for sale to the highest bidder for cash, at public outcry, at twelve twenty o'clock (12:20 p.m.), September 14, 1989, at the Davidson County Courthouse, Nashville, Tennessee when and where First Gibraltar Bank, FSB ("Grantee"), became the last and highest bidder for cash at the price of One Hundred Two Thousand, Six Hundred Seventy-23/100 ($102,670.23).

NOW, THEREFORE, in his capacity as Successor Trustee, and not otherwise, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of which are acknowledged, Charles S. Sanger, Successor Trustee hereby conveys the Property to the Grantee and the Grantee's heirs or successors and assigns.

TO HAVE AND TO HOLD said land in as full and complete manner as the undersigned, in his capacity as Successor Trustee, and not otherwise, has the power to convey the same.

Charles S. Sanger, as Successor Trustee, and not otherwise, warrants the title to the Property to the Grantee and Grantee's heirs or successors and assigns, against the lawful claims of all persons claiming by, through or under him. The Property is sold, however, without any other warranty as to the quantity or quality thereof, and expressly subject to the following:

1. Any and all unpaid taxes and assessments, plus interest and penalty, if any.

2. Declaration of Covenants, Conditions and Restrictions contained in instrument of record in Book 7301, page 271 (Phase I), Book 7514, page 41 (Phase II) and Book 7546, page 658 (Phase III), Register's Office for Davidson County, Tennessee.

3. Plan of record in Book 6900, page 322 and 323 (Phase I), Book 6900, page 626 (Phase II) and Book 6900, page 648 (Phase III), said Register's Office.

5. Any and all other prior restrictions, encumbrances, or liens of any nature.

Words used herein indicating number or gender shall be read as context may require.

Dated this 14TH day of September, 1989.

Charles S. Sanger

Charles S. Sanger, as Successor Trustee, and not otherwise

STATE OF Tennessee

COUNTY OF Davidson

Personally appeared before me, Debra L Warren, a Notary Public in and for said County and State, the within named Charles S. Sayer, Successor Trustee, the bargainor, with whom I am personally acquainted (or to me proved on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

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

Debra L Warren
Notary Public

My Commission Expires: 1/23/93

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $102,670.33.

Affiant

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

Debra L. Warren
Notary Public

My Commission Expires: 1/23/93

EXHIBIT A

TRACT I

BEING Lot 10 on the Plan of Claymille Station, Phase I, of record in Book 6900, pages 322 and 323, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to GemCraft Homes (Tennessee), Inc. by Deed of record in Book 7538, page 234, Register's Office for Davidson County, Tennessee.

TRACT II

BEING Lot 20 on the Plan of Claymille Station, Phase II, of record in Book 6900, page 626, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to GemCraft Homes (Tennessee), Inc. by Deed of record in Book 7654, page 324, Register's Office for Davidson County, Tennessee.

TRACT III

BEING Lots 37, 39, and 66 on the Plan of Claymille Station, Phase III, of record in Book 6900, page 648, Register's Office for Davidson County, Tennessee, to which plan reference is made for a more complete description.

Being the same property conveyed to GemCraft Homes (Tennessee), Inc. by Deed of record in Book 7576, page 7, Register's Office for Davidson County, Tennessee.

WP:DLWEXAGEM5

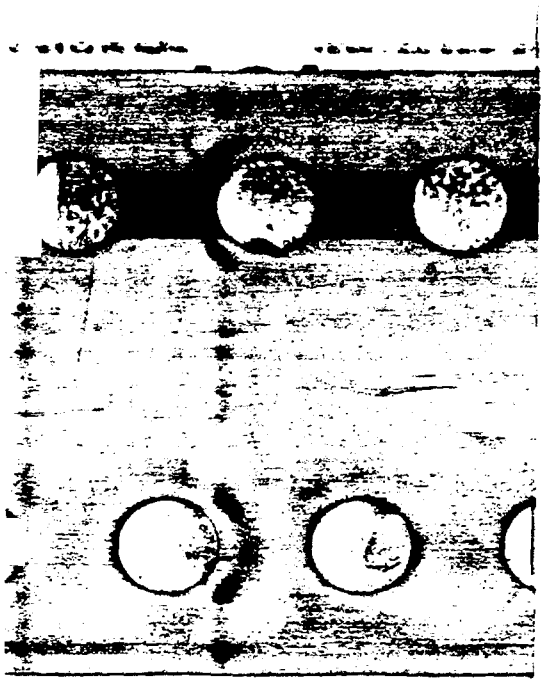
74844

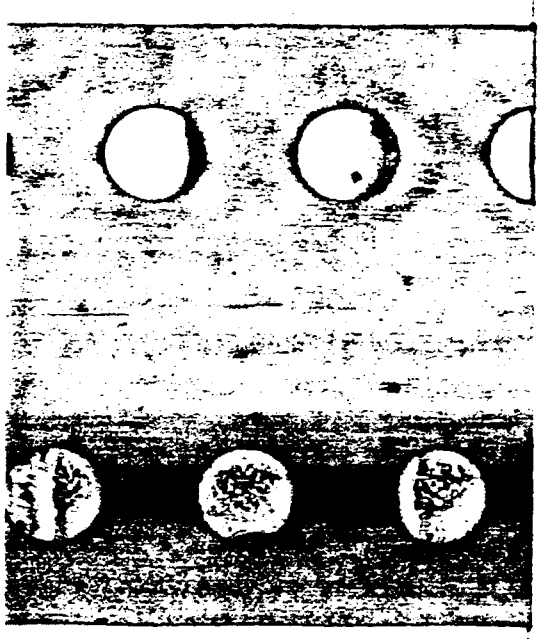
IDENTIF. REFERENCE

OCT 18 11 34 AM '89

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY TN.

6706 10/18 0101 03CHECK 351.91





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 102670.33
CON TX 338.91
PRFEE 1.00
WDEED 12.00
TOTAL 351.91
CHECK 351.91

10/18/89 11 11:36 0001 6706

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

74844

IDENTIF. REFERENCE

OCT 18 11 34 AM '89

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 258857