This instrument prepared by:
Julian L. Bibb
FARRIS, WARFIELD & KANADAY
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

Address New Owner(s) as Follows:	Send Tax Bills To:	Map and Parcel No.:
Mr. William L. Rudolph 891 Curtiswood Lane Nashville, TN 37204	891 Curtiswood Lane Nashville, TN 37204	162-16-C-16CO (Unit 16) 162-16-C-15CO (Unit 15) 162-0-174 (Res. Par. B) 162-0-172 (Lot 2) 162-16-C-17CO (Unit 17) 162-16-C-18CO (Unit 18) 162-16-C-19CO (Unit 19) 162-16-C-20CO (Unit 20) 162-16-C-21CO (Unit 21) 162-16-C-22CO (Unit 22) 162-16-C-23CO (Unit 23)

TRUSTEE'S DEED

This instrument made and entered into on this the 6th day of November, 1989, by and between JULIAN L. BIBB, Trustee (hereinafter referred to as "Trustee") and WILLIAM L. RUDOLPH (hereinafter referred to as "Purchaser").

WHEREAS, by Deed of Trust dated December 5, 1985, of record in Book 6729, page 521, Register's Office for Davidson County, Tennessee, as amended by instruments of record in Book 7111, page 107, Book 7284, page 585 and Book 7608, page 9, all of record in said Register's office (the Deed of Trust as amended shall hereafter be referred to as the "Deed of Trust") Real Estate Resources, Inc. conveyed to Trustee the hereinafter described real estate, to secure payment to Third National Bank in Nashville of a promissory note originally dated December 5, 1985, in the original principal amount of Four Hundred Ten Thousand and No/100 Dollars ($410,000.00), which promissory note was renewed by that certain promissory note dated June 5, 1986, executed by Real Estate Resources in favor of Third National Bank in Nashville, in the principal amount of $410,000.00 (as renewed, and as amended from time to time, the "Note"); and

WHEREAS, MCR DEVELOPMENT CORP. assumed the obligations under the Deed of Trust and the Note pursuant to that certain Assumption Agreement of record in Book 7111, page 104, said Register's Office; and

WHEREAS, the indebtedness 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 Note to be in default; and

WHEREAS, the lawful holder of the Note secured by the Deed of Trust directed the Trustee to sell the property held as security under the Deed of Trust as provided therein, and the Trustee caused notice to be published in The Nashville Record that the property would be sold at 11:30 a.m. on November 6, 1989, at the south door of the Courthouse in Davidson County, Tennessee, such advertisement appearing in said paper on October 12, 19, and 26, 1989, and November 2, 1989, and sent a copy of such notice to MCR Development Corp., and following such notice the indebtedness was not paid; and

WHEREAS, the 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 WILLIAM L. RUDOLPH, at the price of Three Hundred Twenty Thousand and no/100 Dollars ($320,000.00), this being the highest, last and best bid.

NOW, THEREFORE, I, Julian L. Bibb, Trustee as aforesaid, in consideration of the premises and the sum of Three Hundred Twenty Thousand and no/100 Dollars ($320,000.00), to me in hand paid, the receipt of which is hereby acknowledged, by these presents do transfer and convey unto WILLIAM L. RUDOLPH, his heirs, 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 situated in the 31st Councilmatic District of Davidson County, Tennessee, being known as Phase I, Section 2, of Leisure Heights Planned Unit Development as the same appears of record in Book 6200, page 241, Register's Office of Davidson County, Tennessee and Phases II and III of the said Leisure Heights Planned Unit Development and the common area described as "Reserve Parcel B" all as set forth on the preliminary plat of the same of record in Book 5200, page 609, Register's Office of Davidson County, Tennessee and more accurately described as follows:

Legal Description of Phase I, Section 2

Being a 1.94 acre tract of land lying in the 31st Councilmatic District of Davidson County, Tennessee, said tract lying on the West side of Mill Creek Drive and being more particularly described as follows:

Beginning at a concrete monument on the westerly margin of Mill Creek Drive, said point being 752.34 feet from the southerly right-of-way of Bell Road and also being at the southwesterly most corner of Leisure Heights Planned Unit Development Phase I, Section 1, as shown on the plat of record in Book 5800, page 267, Register's Office of Davidson County, Tennessee; thence north along the common boundary line of Phase I, Section 1, of the said Leisure Heights Planned Unit Development north 53 degrees 26 minutes west 318.60 feet to a concrete monument; thence south 47 degrees 05 minutes 30 seconds west 238.12 feet to a concrete monument; thence south 45 degrees 35 minutes 30 seconds east 352.47 feet to a concrete monument in the westerly margin of Mill Creek Drive and thence with said westerly margin of Mill Creek Drive north 44 degrees 24 minutes 34 seconds east 210.28 feet to a concrete monument in the westerly margin of Mill Creek Drive and thence in a northeasterly direction along the westerly margin of Mill Creek Drive around a curve to the left having a radius of 444.29 feet a distance of 71.34 feet to a concrete monument and the point of the beginning.

Said Tract 1 is further identified as all of the land shown on the Plat of Leisure Heights, Section Two, Phase One, of record in Book 6200, page 241, Register's Office for Davidson County, Tennessee.

Included within the foregoing description but specifically excluded from said conveyance is the common area previously conveyed in a Quitclaim Deed of record in Book 6259, page 859, of said Register's Office to which reference is here made and Lots 11, 12, 13, 14, 24, 25, 26, 27, 28, 29, 30, and 31 which have been conveyed by MCR Development Corp.

Legal Description of Phases II and III

Being an 11.45 acre tract of land lying in the 31st Councilmatic District of Davidson County, Tennessee, said tract lying on the east side of Hickory Park Drive, formerly Mill Creek Drive.

Beginning at a point lying on the east margin of Hickory Park Drive (formerly Mill Creek Drive), said point being the southwest corner of Lot No. 20 on the Plan of Bell Trace, Section One, as of record in Book 5210,

page 36, Register's Office of Davidson County, Tennessee; thence leaving said east margin and running along the most southerly property lines of Lots 20 and 19 on said Plan of Bell Trace, south 53 degrees 41 minutes 01 seconds east a distance of 119.15 feet to a point; thence north 89 degrees 12 minutes 51 seconds east a distance of 167.78 feet to an existing iron pin; thence leaving the said southerly line of Lot No. 19, south 0 degrees 46 minutes 21 seconds west a distance of 5.00 feet to an existing iron pin; thence south 1 degree 17 minutes 39 seconds east a distance of 178.45 feet to an existing iron pin; thence south 4 degrees 34 minutes 58 seconds east a distance of 148.90 feet to an existing iron pin; thence south 0 degrees 58 minutes 10 seconds east a distance of 255.06 feet to an existing iron pin; thence south 6 degrees 10 minutes 38 seconds west a distance of 216.40 feet to an existing iron pin; thence south 7 degrees 12 minutes 59 seconds west a distance of 102.68 feet to an existing iron pin; thence south 28 degrees 39 minutes west a distance of 70.07 feet to an existing iron pin; thence north 70 degrees 21 minutes 32 seconds west a distance of 216.33 feet to an iron pin; thence north 59 degrees 32 minutes 04 seconds west a distance of 98.62 feet to an existing iron pin; thence south 86 degrees 38 minutes 45 seconds west a distance of 215.58 feet to an existing iron pin; thence around a curve to the left having a radius of 680.00 feet a distance of 46.76 feet to an iron pin; thence north 13 degrees 39 minutes west a distance of 190.00 feet to an existing iron pin, said iron pin being at the beginning of a curve to the right having a radius of 488.29 feet a distance of 326.79 feet to an iron pin, said iron pin being at the beginning of a curve to the right having a radius of 406.92 feet a distance of 140.00 feet to an iron pin; thence north 44 degrees 24 minutes 30 seconds east a distance of 215.02 feet to an iron pin, said iron pin being at the beginning of a curve to the left having a radius of 655.71 feet and a distance of 134.88 feet to the point of beginning.

Common Area For Phases II And III

Being a 4.53 acre, more or less, tract of land lying in the 1st Civil District of Davidson County, Tennessee, being more particularly described as follows:

Beginning at a point in the center of Mill Creek, said point being on the southerly margin of Bell Road; thence along the southerly margin of Bell Road south 77 degrees 46 minutes 37 seconds east a distance of 296.10 feet to the beginning of a curve to the left having a radius of 1,495.33 feet; thence around said curve a distance of 48.89 feet to the beginning of a radius return to the right having a radius of 30 feet; thence around said radius return a distance of 45.84 feet to a point on the westerly margin of Mill Creek Drive (now Hickory Park Drive); thence with the westerly margin of Mill Creek Drive south 7 degrees 54 minutes 26 seconds west a distance of 117.72 feet to the beginning of a curve to the left having a radius of 413.71 feet; thence around said curve a distance of 108.12 feet; thence south 7 degrees 04 minutes 00 seconds east a distance of 143.33 feet, more or less, to a point; thence leaving the westerly margin of Mill Creek Drive north 64 degrees 31 minutes 27 seconds west a distance of 357.52 feet to a point; thence south 44 degrees 21 minutes 55 seconds west a distance of 190.00 feet to a point; thence north 45 degrees 38 minutes 05 seconds west a distance of 346.34 feet to the center of Mill Creek; thence with the center of Mill Creek North 70 degrees 03 minutes 42 seconds east a distance of 231.53 feet; thence

continuing with the center of Mill Creek north 42 degrees 40 minutes 42 seconds east a distance of 181.71 feet to the point of beginning.

Being the same property conveyed to MCR Development Corp. by Deed from Larry R. Williams, Trustee, of record in Book 7036, page 430, 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, dower, and other rights or exemptions as provided in, but only to the extent provided in, said Deed of Trust.

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

(1) Any and all unpaid taxes.

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

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

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

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

(6) Declaration of Covenants, Conditions And Restrictions of record in Book 6146, page 241; amended in Book 6150, page 585, and further amended in Book 6259, page 862, Register's Office of Davidson County, Tennessee.

(7) By-Laws of Leisure Heights Homeowner's Association of record in Book 6146, page 276, said Register's Office.

(8) Matters set forth in Plans of record in Book 5200, page 609; Book 5800, page 267; Book 5800, page 397; and Book 6200, page 241, Register's Office of Davidson County, Tennessee. The 4.53 acre tract of "common land" incident to Phases II and III on the Plan of Leisure Heights of record in Book 5200, page 609, said Register's Office is subject to flooding by Mill Creek.

(9) Deed of conveyance of sewer lines of record in Book 6303, page 596, said Register's Office.

(10) Storm Water Detention Agreement of record in Book 6145, page 226, said Register's Office.

(11) Deeds of conveyance of sewer lines of record in Book 5020, page 739; Book 5025, page 614; Book 5287, page 976; and Book 5287, page 979, said Register's Office.

(12) A perpetual non-exclusive easement for ingress and egress granted Albar Building Industries of record in Book 4984, page 569, said Register's Office.

(13) The applicable provisions of the Tennessee "Horizontal Property Act" as set out in Section 64-2701, et seq., of Tennessee Code Annotated and subject to the By-Laws for administration of the condominium complex, easements, rights and interests in favor of other unit owners and other matters set forth in a Master Deed of record in Book 4887, page 961, amended in Book 5000, page 607, Book 5101, page 809, of said Register's Office and By-Laws of record in Book 4792, page 725, said Register's Office and the Declaration of Covenants and Restrictions of record in Book 4792, page 725, said Register's Office and the By-Laws of record in Book 4887, page 985, said Register's Office.

(14) The matters set forth on the Plan of record in Book 5050, page 103, said Register's Office.

(15) Easement for the flow of Mill Creek.

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

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

Julian L. Bibb, Trustee

JULIAN L. BIBB, Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Kay Sandusky, a Notary Public of the State and County aforesaid, personally appeared JULIAN L. BIBB, 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 Trustee, and that he as such Trustee being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing his name as Trustee.

Witness my hand and seal, at office in Nashville, this 6th day of November, 1989.

Kay Sandusky
Notary Public

My commission expires: 11/10/91

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, for this transfer is Three Hundred Twenty Thousand and no/100 Dollars ($ 320,000.00).

Affiant

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

Kay Sandusky
Notary Public

My commission expires: 11/10/91

79666

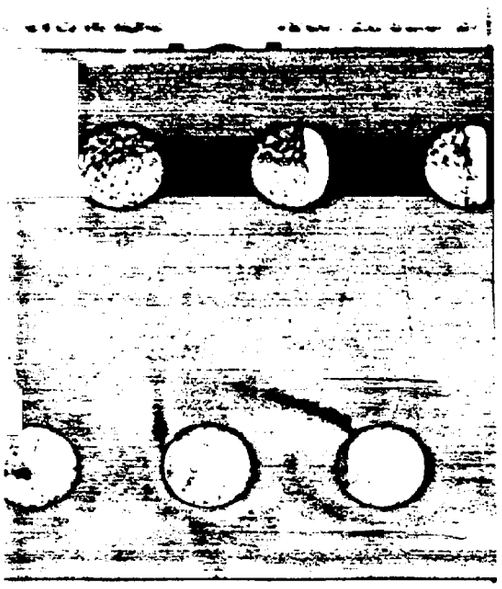
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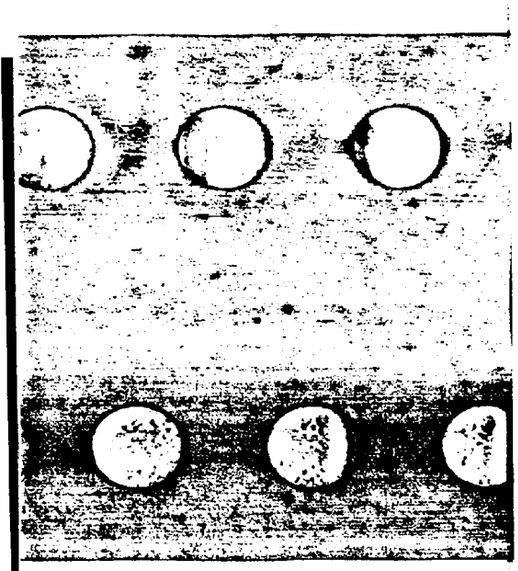
Nov 8 1 30 PM '89

FILED & RECORDED
DAVIDSON COUNTY TN.

1581 11/06 0101 03CHECK 1078.00

7494B/11-01-89





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

RECEIVED OF _____

FOR _____

BOOK 7977 PAGE 438

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
320000.00
CON TX 1056.00
PRFEE 1.00
TDEED 21.00
PRFEE CO
TDEED 21.00-
MDEED 21.00
TOTAL 1078.00
CHECK 1078.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

79666

IDENTIF. REFERENCE

Nov 6 1 30 PM '89

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

11/06/89 01 13:31 0001 1581

No. 264460