THIS INSTRUMENT PREPARED BY: Homer R. Ayers, Attorney At Law
Bank of Goodlettsville, Suite 201
112 Long Hollow Pike
Goodlettsville, Tennessee 37072

SUBSTITUTE TRUSTEE'S DEED

1031 02/07 0101 03CHECK 233.38

ADDRESS NEW OWNERS:	PERSON OR ENTITY RESPONSIBLE FOR PAYMENT OF REAL PROPERTY TAXES:	MAP-PARCEL NOS.
Bank of Goodlettsville 112 Long Hollow Pike Goodlettsville, TN 37072	Same as New Owner	Map 40 Parcel 45 14D 16750

WHEREAS, by Deed of Trust dated June 16, 1987, and filed for record in Book 7273, page 161, Register's Office for Davidson County, Tennessee, ACTION ENTERPRISES, INC., a Tennessee Corporation, by and through its authorized corporate officer, conveyed to J. C. Garrett, III, Trustee, certain real property in Davidson County, Tennessee, as therein described and as described below to secure to the Bank of Goodlettsville the payment of one note of even date in the original principal amount of $50,000.00, payable with the terms and provisions as provided therein; and,

WHEREAS, Homer R. Ayers was appointed Substitute Trustee under the said Deed of Trust hereinabove described by instrument of record in Book 8004, page 684, Register's Office for Davidson County, Tennessee; and,

WHEREAS, default was made under the terms and provisions of the said Deed of Trust and note, and notice was properly given to the said ACTION ENTERPRISES, INC., and it having failed to abide by the terms and provisions of the said Deed of Trust; and,

WHEREAS, I, Homer R. Ayers, Substitute Trustee, at the request of the holder of the said indebtedness and under and by virtue of the powers vested in me under the Deed of Trust and instruments hereinabove referred to and described, advertised the said real estate as required by law by the terms of the said Deed of Trust and instruments by giving twenty-one (21) days' notice by three (3) successive publications, namely December 21, 1989, December 28, 1989, in the Nashville Record, a newspaper published at Nashville, Davidson County, Tennessee, said sale to be for cash and in bar of the equities of redemption, statutory right of redemption, dower and marital rights, and homestead as provided in the said Deed of Trust. Pursuant to said advertisement, on the 12th day January, 1990, at 11:00 A.M. at the south door of the Davidson County Courthouse in Nashville, Tennessee, I, Homer R. Ayers, as said Substitute Trustee, offered for sale at public outcry to the highest and best bidder, the real estate hereinafter described for cash and in bar of the hereinabove equities as provided in said Deed of Trust, subject to all restrictions, restrictive covenants, easements, setback lines, unpaid real estate taxes, and any and all prior mortgages and liens of record, at which time the BANK OF GOODLETTSVILLE, submitted the highest and best bid in the amount of Sixty-Eight Thousand Five Hundred Sixty-Seven and 04/100 Dollars ($68,567.04).

NOW, THEREFORE, FOR AND IN CONSIDERATION of the premises, I, Homer R. Ayers, Substitute Trustee, do hereby sell, transfer and convey to the said BANK OF GOODLETTSVILLE, its successors or assigns, in fee simple and in bar of all of the equities hereinabove mentioned, the following described real estate, to-wit:

TRACT NO. 1: Land in Davidson County, Tennessee, being Lot No. 11 on the unrecorded Map of the property of W. H. Thompson at Whites Creek, Tennessee, in the 14th District, made by Lewis D. Justice, Surveyor, as follows:

BEGINNING at a point in the center of Whites Creek Pike at the corner of Lots Nos. 11 and 12; thence with the line between said Lots South 83 deg. 56 min. West 194.7 feet to the east line of Lot No. 13; thence with the line of the same, North 2 deg. 35 min. East 100 feet to the corner of an unnamed lot in said plan; thence with the line of the same, northeasterly 32.7 feet to the corner of another unnamed lot that was conveyed to Whites Creek Bank and Trust Company by deed from W. H. Thompson and wife of record in Book 1580, page 505, said Register's Office; thence, along said Bank's lot, North 83 deg. 56 min. East 177.7 feet to the center of Whites Creek Pike; thence with the margin of same, South 7 deg. 07 min. East 100 feet to the beginning.

TRACT NO. 2: A tract of land in the 14th Civil District of Davidson County, Tennessee, being a part of lot 12 on the unrecorded Map of Subdivision of a part of the W. H. Thompson property at Whites Creek, Tennessee, dated June 24, 1948, more particularly described as follows:

BEGINNING at a spike in the center of Whites Creek Pike at a point South 7 deg. 07 min. East a distance of 3.5 feet from the original northeast corner of said Lot 12, said spike being South 7 deg. 07 min. East a distance of 103.5 feet from the southeast corner of the Bank property; thence, South 85 deg. 13 min. West a distance of 194.8 feet to a concrete monument; thence, North 84 deg. 12 min. West a distance of 194.7 feet to a point, the northeast corner of said Lot 12; thence, with the center of Whites Creek Pike, South 7 deg. 07 min. East a distance of 3.5 feet to the point of beginning and containing 340.5 square feet or 0.008 acres, more or less, as per survey by Turner Engineering Company dated May 24, 1965.

BEING the same property conveyed to Action Enterprises, Inc. by deed from Charles E. Gupton and wife, Hariett S. Gupton, of record in Book 6472, page 907, Register's Office for Davidson County, Tennessee.

; and,

I, Homer R. Ayers, Substitute Trustee, convey to the BANK OF GOODLETTSVILLE all of the rights conveyed to me as said Substitute Trustee in the said Deed of Trust and instruments, including such covenants and warranties as I, as such Substitute Trustee, may lawfully make, all of my actions in the premises being solely as Substitute Trustee and not otherwise under the powers vested in me under said Deed of Trust hereinabove referred to and not as an individual.

THIS the 12th day of January, 1990.

HOMER R. AYERS, Substitute Trustee

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, HOMER R. AYERS, the Substitute Trustee, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand, at office, this the 12 day of January, 1990.

NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

My Commission Expires: 12/23/93

STATE OF TENNESSEE }
COUNTY OF DAVIDSON }

The actual consideration or value, whichever is greater, for this transfer is $68,567.04.

Affiant

Sworn to and subscribed before me, this the 12 day of Jan, 1990.

NOTARY PUBLIC

My Commission Expires: 5-22-90

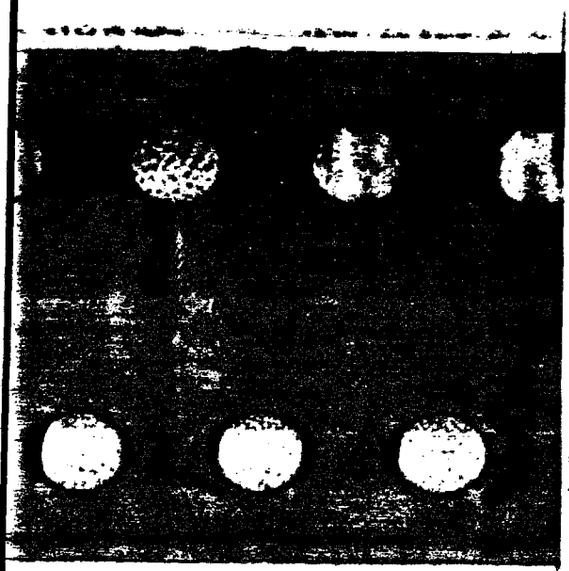
NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

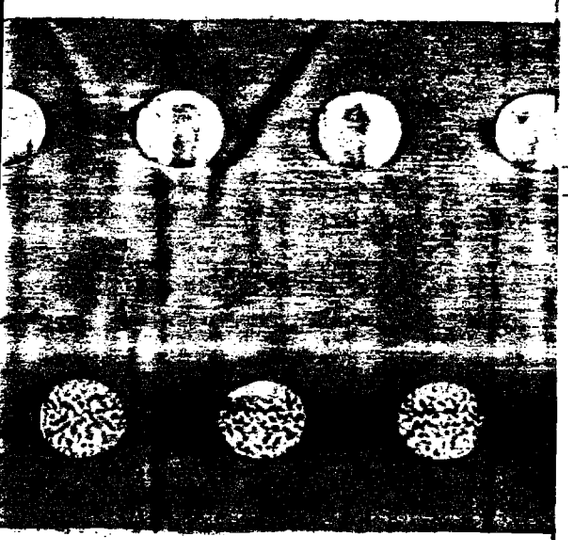
02278

IDENTIFICATION REFERENCE

FEB 7 9 58 AM '90

FELIX ... REGISTER DAVIDSON COUNTY TN.





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

RECEIVED OF _____

FOR _____

BOOK 8041 PAGE 470

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				MAMT 68567.04
				CON TX 226.38
				PRFEE 1.00
				WDEED 6.00
				VOID
				MAMT 68567.04-
				CAMT 68567.04
				TOTAL 233.38
				CHECK 233.38
02/07/90	01			09:58 0001 1031

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

02278

IDENTIF. TREFERENCE

FEB 7 9 58 AM '90

FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY TN.

No. 291051