Bk 41

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This instrument prepared by:
Eva M. Lemeh
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.:
Volunteer State Bank P.O. Box 1977 Gallatin, TN 37062 Attn: Charles Hooks	Same	118-15-1 Field Book No.: OH-01335

SUCCESSOR TRUSTEE'S DEED

This instrument made and entered into on this the 15th day of February, 1990, by EVA M. LEMEH, Successor Trustee (hereinafter referred to as "Successor Trustee").

WHEREAS, by Deed of Trust dated March 3, 1989 of record in Book 7788, page 207, Register's Office for Davidson County, Tennessee (the "Deed of Trust"), Helen Duty Flippen, James H. Flippen and Robert Ezell Flippen, conveyed to Carl H. Oldham, Trustee, the hereinafter described real estate, to secure payment to Volunteer State Bank of a Term Loan Note dated March 3, 1989, in the original principal amount of Four Hundred Thousand Dollars ($400,000) (the "Note"); 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 notice was given of such default to Helen Duty Flippen, James H. Flippen and Robert Ezell Flippen, in the manner required by the terms of said Deed of Trust, but following such notice the default was not cured; and

WHEREAS, the lawful holder of the Note, Volunteer State Bank, appointed Eva M. Lemeh to serve as Successor Trustee in place of Carl H. Oldham in accordance with the terms

of said Deed of Trust by an instrument of record in Book 8029, page 641, Register's Office for said County; and

WHEREAS, the lawful holder of the Note secured by the Deed of Trust directed the Successor Trustee to sell the property held as security under the Deed of Trust as provided therein, and the Successor Trustee caused notice to be published as provided in the Deed of Trust and Note in The Nashville Record that the property would be sold at 11:15 A.M. on February 15, 1990, at the courthouse door of the Courthouse in Davidson County, Tennessee, such advertisement appearing in said paper on January 25, 1990, February 1, 1990 and February 8, 1990, and sent a copy of such notice to Helen Duty Flippen, James H. Flippen and Robert Ezell Flippen, and following such notice the default was not cured; and

WHEREAS, the Successor 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 Volunteer State Bank, at the price of Three Hundred Thousand Dollars ($300,000.00), this being the highest, last and best bid.

NOW, THEREFORE, I, Eva M. Lemeh, Successor Trustee as aforesaid, in consideration of the premises and the sum of Three Hundred Thousand Dollars ($300,000.00), to me in hand paid, the receipt of which is hereby acknowledged, by these presents do transfer and convey unto Volunteer State Bank its 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:

A tract of land in the 6th formerly the 9th Civil District of Davidson County, Tennessee, described according to a survey made by W. B. Southgate, Surveyor, April 19, 1932, as follows:

BEGINNING on the easterly margin of Franklin Road at a point 1340 feet south of the southerly margin of Thompson

Lane, said point being the southwest corner of Lot #3, on the map of a division of the land of Joseph Thompson, deceased as of record in the Plan Book 2, Page 173, Chancery Court at Nashville; Thence with the southerly line of said Lot #3, North 81 deg. 30 min. East 1118 feet; Thence South 31 deg. 55 min. East 317 feet 6 inches; Thence South 81 deg. 30 min. West 1248 feet to the easterly margin of the Franklin Road; Thence with said road northwardly 290 feet to the beginning containing 7-88/100ths acres, more or less.

INCLUDED in the foregoing description but expressly EXCLUDED herefrom, are two tracts of land conveyed to the State of Tennessee by Deed of record in Book 4538, page 936, Register's Office for Davidson County, Tennessee.

BEING part of the same property conveyed to H. E. Flippen by deed of record in Book 1046, page 565, Register's Office for Davidson County, Tennessee. H.E. Flippen having since died. By his Last Will and Testament recorded in Will Book 122, Page 600, Office of Probate Clerk of Davidson County, Tennessee, H.E. Flippen (being the same person as Harden Ezell Flippen), devised said real estate to Helen Duty Flippen, James H. Flippen, and Robert Ezell Flippen as set out in said Will.

To have and to hold the aforesaid real estate, together with all improvements thereon, in bar of all rights and equities of redemption, homestead, dower, marital share and all other rights or exemptions of every kind, as provided in, but only to the extent provided in, said Deed of Trust.

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

(1) Any and all unpaid ad valorem taxes.

(2) Any mechanics' and materialmen's liens, filed or unfiled.

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

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

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

(6) Rights or claims of parties in possession.

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

(8) 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 Successor Trustee on this the day and date first above written.

EVA M. LEMEH,
Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, SUSAN LOUGH, a Notary Public of the State and County aforesaid, personally appeared EVA M. LEMEH, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Successor Trustee, and that she as such Successor Trustee being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing her name as Successor Trustee.

Witness my hand and seal, at office in Nashville, this 15th day of February, 1990.

Notary Public

My commission expires: 5-22-93

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value whichever is greater, for this transfer is Three Hundred Thousand Dollars ($300,000.00).

Affiant

Subscribed and sworn to before me this the 15th day of February, 1990.

Notary Public

My commission expires: 3/27/93

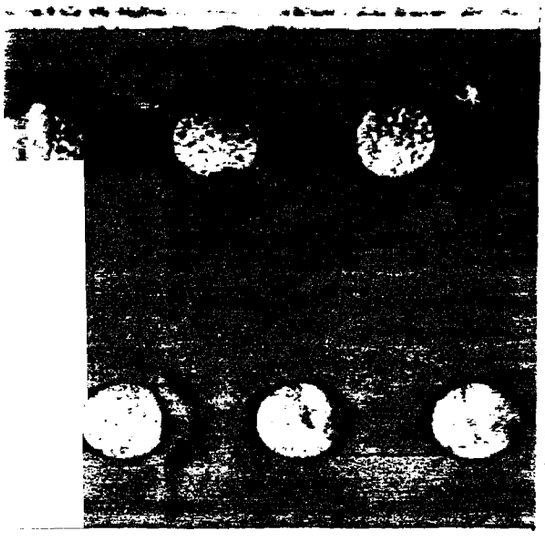
3304 02/15 0101 03CHECK 1003.00

04234

IDENTIF. TREFERENCE

FEB 15 3 50 PM '90

3428Z/1-18-90



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

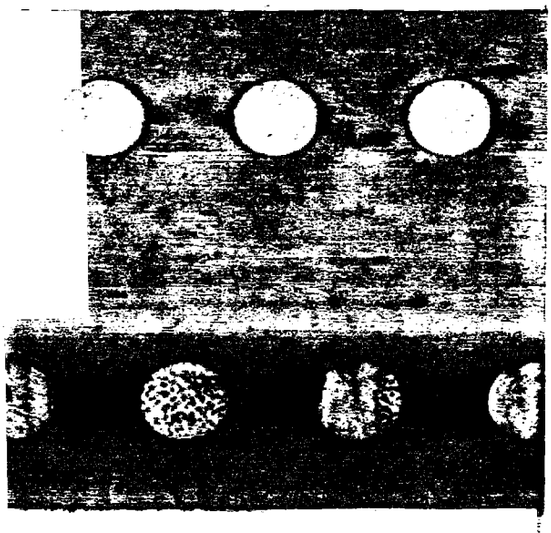
RECEIVED OF _____

FOR _____

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CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO 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



CAMT 300000.00
CON TX 990.00
PRFEE 1.00
MDEED 12.00
TOTAL 1003.00
CHECK 1003.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

04234 IDENTIF. REFERENCE FEB 15 3 50 PM '90 02/15/90 01 15:55 0001 3304

FELIX Z. DAVIDSON COUNTY

No. 293299