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.:
Sovran Bank/Central South Public Square Franklin, TN 37065-0220	Same	No. 149-2A-92-00-CO No. 149-2A-33-00-CO No. 149-2B-28-00-CO No. 149-2B-19-00-CO No. 149-2B-18-00-CO

SUCCESSOR TRUSTEE'S DEED

This instrument made and entered into on this the 7th day of January, 1991, by Overton Thompson, Successor Trustee (hereinafter referred to as "Successor Trustee").

WITNESSETH:

3410 01/07 0101 03CHECK 155.29

WHEREAS, by that certain Deed of Trust dated February 27, 1987, of record in Book 7175, page 72, Register's Office for Davidson County, Tennessee, as amended by that certain Amendment to Deed of Trust dated as of March 14, 1989, of record in Book 7799, page 978, Register's Office for Davidson County, Tennessee (as amended, the "Deed of Trust"), Wellington Enterprises Ltd., Inc. and Wellington Enterprises, Inc., conveyed to Thomas N. Jones, Trustee, the hereinafter described real estate, to secure repayment to Sovran Bank/Central South (formerly Williamson County Bank) of certain debts and obligations described in the Deed of Trust (the "Indebtedness"); and

WHEREAS, the Indebtedness secured by the 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 the Deed of Trust declared the Indebtedness to be in default, and notice was given of such default to Wellington Enterprises Ltd., Inc. and Wellington Enterprises, Inc. in the manner required by the terms of the Deed of Trust, but following such notice the default was not cured; and

WHEREAS, the lawful holder of the Indebtedness, Sovran Bank/Central South, appointed Overton Thompson, to serve as Successor Trustee in place of Thomas N. Jones in accordance with the terms of the Deed of Trust by an instrument of record in Book 8254, page 313, Register's Office for Davidson County, Tennessee; and

WHEREAS, the lawful holder of the Indebtedness 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 in The Nashville Record that the property would be sold at 11:00 o'clock, A.M. on Monday, January 7, 1991 at the south courthouse door of the Courthouse in Davidson County, Tennessee, such advertisement appearing in said paper on December 13, 1990, December 20, 1990, and December 27, 1990, and sent a copy of such notice to Wellington Enterprises Ltd., Inc. and Wellington Enterprises, Inc., 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 Sovran Bank/Central South, at the price of $41,335.08, this being the highest, last and best bid.

NOW, THEREFORE, I, Overton Thompson, Successor Trustee as aforesaid, in consideration of the premises and the sum of $41,335.08, to me in hand paid, the receipt of which is hereby acknowledged, by these presents do transfer and convey unto Sovran Bank/Central South, 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:

> Land in Davidson County, Tennessee, being Lots Nos. 33 and 122 on the Plan of Piccadilly Square, Phase I, of record in Book 5200, pages 720-722, Register's Office for Davidson County, Tennessee; and Lots Nos. 67, 76 and 77 on the Plan of Piccadilly

Square, Phase II, of record in Book 6250, pages 92-94, Register's Office for Davidson County, Tennessee; to which plans reference is made for a more complete description.

Being part of the same property conveyed to Wellington Enterprises, Ltd. by Deed from Randall Phillips Builders, Inc., of record in Book 6074, page 955, Register's Office for Davidson County, Tennessee.

To have and to hold the aforesaid real estate, together with all improvements thereon, in bar of the equity of redemption and all other rights of redemption, statutory or otherwise, including but not limited to T.C.A. § 66-8-101, et seq., as amended from time to time, homestead, dower, and all other exemptions and marital rights, as provided in, but only to the extent provided in, the 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.

(9) Storm Water Detention Agreement of record in Book 6782, Page 518, Register's Office of Davidson County, Tennessee.

(10) Document of Clarification for Declaration of Covenants and Restrictions of record in Book 6830, page 739, Register's Office of Davidson County, Tennessee.

(11) Deed of Conveyance of Sewer Lines of record in Book 7748, page 432, Register's Office of Davidson County, Tennessee and in Book 7748, page 478, said Register's Office.

(12) Easement for the flow of any creeks.

(13) One-half acre reserved for a graveyard, together with right of ingress and egress thereto of record in Book 854, page 73, Register's Office of Davidson County, Tennessee.

(14) Agreement re: sanitary sewers and/or storm drainage of record in Book 6251, page 616, Register's Office of Davidson County, Tennessee and of record in Book 6186, page 238, said Register's Office.

(15) The Plans of record in Book 6250, pages 92-94, Register's Office of Davidson County, Tennessee; Book 5200, pages 720-722, said Register's Office; Book 6250, pages 892-894, said Register's Office, as amended in Book 8001, page 278, said Register's Office, shows an Owner's Certificate, easements, set back lines and other notes.

(16) Declaration of Covenants, Conditions and Restrictions as set out in Book 6236, page 684, Register's Office of Davidson County, Tennessee (recorded as part of a collection of documents recorded at Book 6236, page 683, Register's Office of Davidson County, Tennessee), as amended by instruments of record in Book 6295, page 506; Book 6295, page 520; Book 6295, page 534; Book 6300, page 409; Book 6306, page 833; Book 6496, page 100; Book 6496, page 107; Book 6496, page 114; Book 6518, page 184; and Book 6518, page 190, all of record in the Register's Office of Davidson County, Tennessee.

(17) Articles of Incorporation of Piccadilly Square Homeowner's Association as set out in Book 6236, page 703,

Register's Office of Davidson County, Tennessee (recorded as part of a collection of documents recorded at Book 6236, page 683, Register's Office of Davidson County, Tennessee); as amended by instruments of record in Book 6295, page 548; Book 6295, page 556; Book 6295, page 564; and Book 6300, page 423, said Register's Office.

(18) By Laws of Piccadilly Square Homeowner's Association as set out in Book 6236, page 708, Register's Office of Davidson County, Tennessee (recorded as part of a collection of documents recorded at Book 6236, page 683, Register's Office of Davidson County, Tennessee); as amended by instruments of record in Book 6295, page 572; Book 6295, page 580; Book 6295, page 588; and Book 6300, page 431; said Register's Office.

(19) Information Brochure for Piccadilly Square Homeowner's Association set out in Book 6236, page 726, Register's Office of Davidson County, Tennessee (recorded as part of a collection of documents recorded at Book 6236, page 683); as amended by instruments of record in Book 6295, page 596; Book 6295, page 602; and Book 6300, page 439, said Register's Office.

(20) Charter of Piccadilly Square Homeowner's Association of record in Book 7288, page 963, Register's Office of Davidson County, Tennessee.

(21) Declaration of Restrictive Covenants of record in Book 6355, page 322, Register's Office of Davidson County, Tennessee.

(22) Deed of Conveyance of Sewer Lines and Water Lines as set out in Book 6530, page 819 and Book 6530, page 823, Register's Office of Davidson County, Tennessee.

(23) Sanitary Sewer and/or Storm Drainage Easement of record in Book 6251, page 238, Register's Office of Davidson County, Tennessee.

(24) Utility Easement of record in Book 6298, page 491, Register's Office of Davidson County, Tennessee.

(25) Deed of Conveyance of Water and Sewer Lines of record in Book 6846, page 606, Register's Office of Davidson County, Tennessee, and in Book 6846, page 653, said Register's Office.

(26) Utility and Drainage easement of record in Book 6546, page 653, Register's Office of Davidson County, Tennessee.

(27) Sewage easement of record in Book 7158, page 84, Register's Office of Davidson County, Tennessee.

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

OVERTON THOMPSON,
Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

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

Witness my hand and seal, at office in Nashville, this 7th day of January, 1991.

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 $ 41,335.08.

George L. Patton
Affiant

Subscribed and sworn to before me this the 7th day of January, 1991.

Kay Sandusky
Notary Public

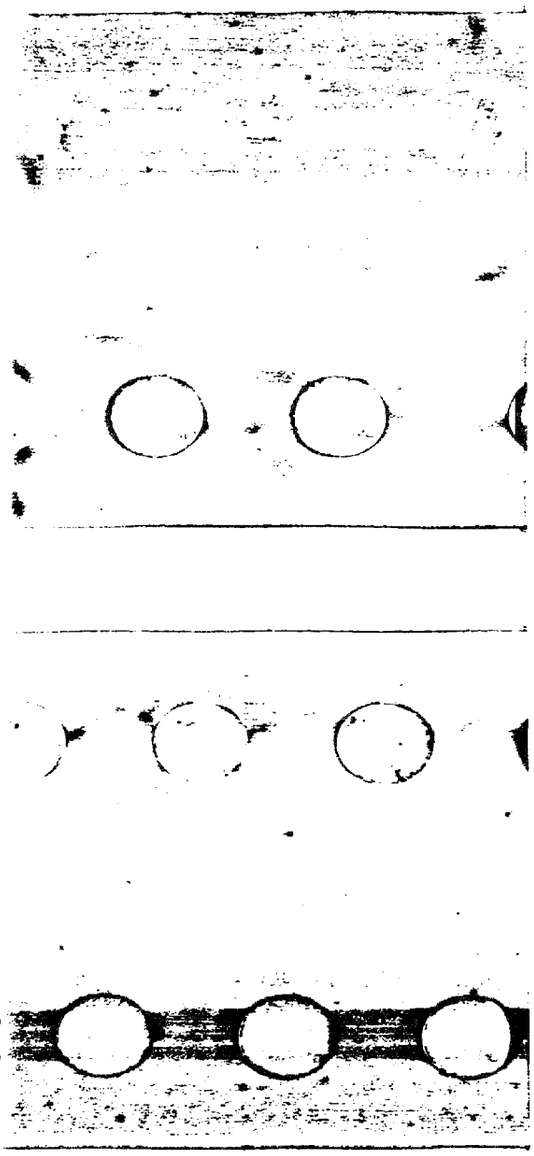
My commission expires: 11/10/91

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.
JAN 7 3 55 PM 1991
IDENTIF. TREFERENCE
84294

5516Z/12-11-90

OFFICIAL RECEIPT

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



RECEIVED OF _____

FOR _____

BOOK 8271 PAGE 265

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	41335.08
CON TX	136.29
PRFEE	1.00
WDEED	18.00
TOTAL	155.29
CHECK	155.29

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 01/07/91 01 15:54 0001 3410

84294

IDENTIF. REFERENCE

JAN 7 3 55 PM '91

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 387310