This Instrument Prepared by:
Elizabeth M. Wilson
230 Fourth Avenue, North
Nashville, TN 37219

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $25,500.00.

Elizabeth M. Wilson
Affiant

10677

IDENTIF. TREFERENCE

APR 30 3 54 PM '91

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN

Subscribed and sworn to before me, this 26th day of April, 1991.

Karen C. Rogers
Notary Public

My Commission Expires: 9-28-91

Address New Owners As Follows:
Resolution Trust Corporation,
Conservator for Metropolitan
Federal Savings and Loan
Association, F. A.
230 Fourth Avenue, North
Nashville, Tennessee 37219

Send Tax Bills To:
Same

Map-Parcel Nos.
133-15-A-066.00CO
6DU-27750

SUBSTITUTE TRUSTEE'S DEED

THIS INDENTURE, made and entered into on this the 26th day of April, 1991, by and between Union Financial Corporation, SUBSTITUTE TRUSTEE, FIRST PARTY, and Resolution Trust Corporation, Conservator for Metropolitan Federal Savings and Loan Association, F. A., SECOND PARTY,

WITNESSETH:

WHEREAS, by a deed of trust dated August 19, 1983, of record in Book 6133, page 791, Register's Office for Davidson County, Tennessee, BBH Investments, a Tennessee general partnership composed of John B. Bearden, Stevenson F. Barnes and Lawson H. Hardwick, III, conveyed to Stephen C. Baker, Trustee, the hereinafter described property to secure payment of a promissory note in the original principal sum of Thirty-Six Thousand Five Hundred Thirty-One and no/100 ($36,531.00) Dollars, payable to the order of Pagoda Associates, a joint venture; and

WHEREAS, Pagoda Associates, a joint venture, subsequently sold and endorsed said note to Metropolitan Federal Savings and Loan Association; and

WHEREAS, on March 1, 1991, Metropolitan Federal Savings and Loan Association changed its name to Metropolitan Federal Bank, a federal savings bank; and

WHEREAS, Stephen C. Baker, Trustee was unable to act as Trustee under said deed of trust and Union Financial Corporation was appointed Substitute Trustee by the owner and older of said note. Said appointment is of record in the Register's Office for Davidson County, Tennessee; and

WHEREAS, the Note matured August 1, 1990, remains unpaid and in default at this time, and the holder thereof directed First Party to advertise and sell said property in satisfaction of said indebtedness, and the costs of foreclosure, in accordance with the terms and provisions of said note and deed of trust; and

WHEREAS, First Party did advertise said property for sale in accordance with the terms and provisions of said note and deed of trust, notices of the time and place of said sale being published in the Nashville Record on March 28, April 4, and 11, 1991; and

WHEREAS, the date of sale was originally set for April 19, 1991, but by Agreement Extending Time to Conduct Nonjudicial Foreclosure Sale dated April 19, 1991, the holder of said note and the said borrowers agreed to postpone said sale until twelve o'clock noon on April 26, 1991, without further advertisement; and

WHEREAS, prior to April 19, 1991, Metropolitan Federal Bank, a federal savings bank was a federal savings bank chartered under the laws of the United States of America; and

WHEREAS, effective April 19, 1991, the Office of Thrift Supervision ("OTS") declared Metropolitan Federal Bank, a federal savings bank insolvent and appointed the Resolution Trust Corporation ("RTC") as Receiver of Metropolitan Federal Bank, a federal savings bank (the "Receivership"), pursuant to OTS Order #91-213; and

WHEREAS, the Resolution Trust Corporation as Receiver of Metropolitan Federal Bank, a federal savings bank entered into a Purchase and Assumption Agreement with a newly-chartered federal

mutual association named Metropolitan Federal Savings and Loan Association, F. A. whereby certain assets were transferred to and certain liabilities assumed by Metropolitan Federal Savings and Loan Association, F. A., including the subject Note and Deed of Trust; and

WHEREAS, by OTS Order #91-213, Metropolitan Federal Savings and Loan Association, F.A. was placed in conservatorship and the Resolution Trust Corporation was appointed Conservator of Metropolitan Federal Savings and Loan Association, F.A. and succeeded to all right, title and interest in the aforesaid Note and Deed of Trust; and

WHEREAS, the First Party appeared and caused the said property to be sold in the lobby of the Courthouse in Davidson County, Tennessee, on April 26, 1991; and

WHEREAS, Second Party being the highest and best bidder thereof, became the purchaser of said property at and for the sum of Twenty Thousand Four Hundred and no/100 ($20,400.00) Dollars, and said sum of said bid having been paid or credited, the receipt therefor is hereby acknowledged.

NOW, THEREFORE, IN CONSIDERATION OF THE PREMISES, First Party has this day bargained and sold and does by these presents transfer and convey unto Second Party, its successors and assigns, the following described real property, situated in Davidson County, Tennessee:

> Land in Davidson County, Tennessee, being Unit L-2 of Pagoda Condominium created under Title 66, Chapter 27, Section 101 et seq., as amended, Tennessee Code Annotated, and as established by a Master Deed of record in Book 6111, page 22, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the Common Elements appurtenant to said Unit as set forth in Exhibit A-1 of said Master Deed. Reference is hereby made to the Plat of Pagoda Condominium set forth in Exhibit A-2 of said Master Deed for a more complete identification and description of such Unit.
>
> Being the same property conveyed to BBH Investments, a Tennessee general partnership composed of John B. Bearden, Stevenson F. Barnes and Lawson H. Hardwick, III, by deed from Pagoda Associates, a joint venture, of record in Book 6133, page 787, Register's Office for said County.
>
> This property is located at Unit #2-L Pagoda, Nashville, Tennessee 37211.

Said conveyance is subject to a Financing Statement No. C38511, of record in Book 5610, page 677, said Register's Office, filed June 9, 1980, which has been insured over by Ticor Title Insurance Company (Policy G No. 263556-B), any and all liens or matters not hereto subordinate, any and all taxes that may be a lien against said property, restrictive covenants, easements and set-back lines.

TO HAVE AND TO HOLD, the aforesaid real estate unto the said Second Party, its successors and assigns, forever, and in bar of equity of redemption, homestead, dower, and all other exemptions of every kind.

AND, Union Financial Corporation, Substitute Trustee, does further covenant and bind its successors and assigns to warrant and defend the title to said land only as to such title coming by through or under it to the said Second Party, its successors and assigns and not otherwise.

IN WITNESS WHEREOF, the First Party has hereunto set its signature this the day and date above written.

UNION FINANCIAL CORPORATION
a Tennessee Corporation
Substitute Trustee

By: Elizabeth M. Wilson
Elizabeth M. Wilson
Assistant Secretary

9545 04/30 0101 03CHECK 97.15

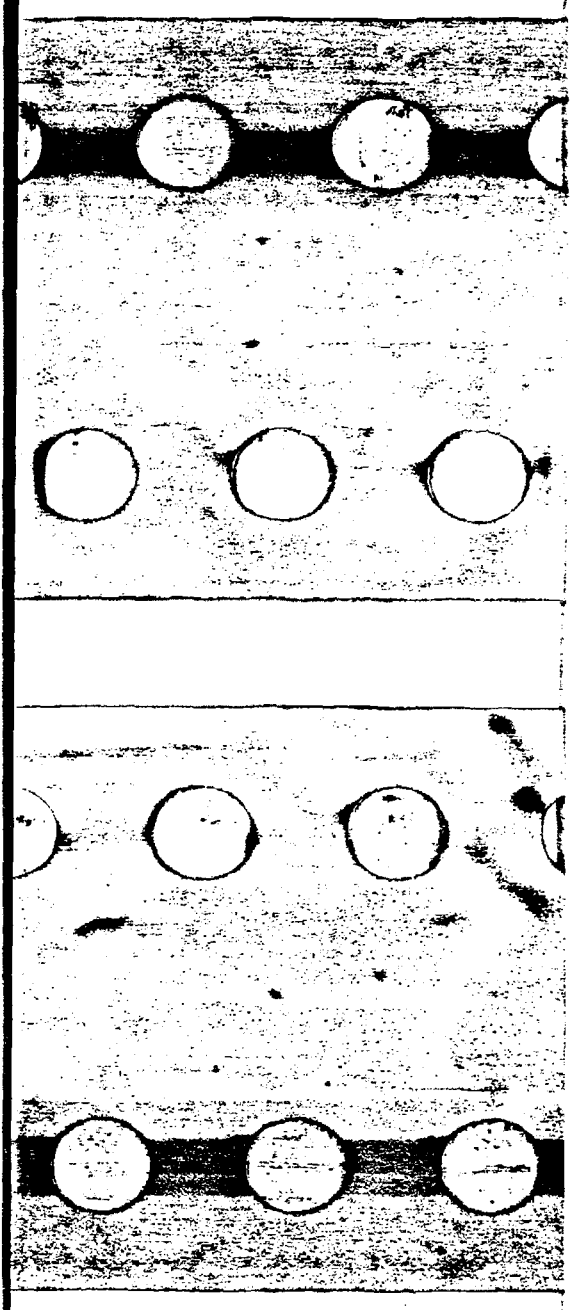
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the State and County aforesaid, personally appeared Elizabeth M. Wilson, 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 Assistant Secretary of the Union Financial Corporation, the within named bargainor, a corporation, and that she as such Assistant Secretary, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by herself as Assistant Secretary.

Witness my hand and seal at office in Nashville, Tennessee, this 26th day of April, 1991.

Karen C. Rogers
Notary Public

My Commission Expires: 9-28-91



OFFICIAL RECEIPT

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

RECEIVED OF _____

FOR _____

BOOK 8341 PAGE 300

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 25500.00
CON TX 94.15
PRFEE 1.00
WDEED 12.00
TOTAL 97.15
CHECK 97.15

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 54 0001 9545

10677

IDENTIF. REFERENCE

APR 30 3 55 PM '91

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

No. 417526