This Instrument Prepared By:
HEISKELL, DONELSON, BEARMAN,
ADAMS, WILLIAMS & KIRSCH (JAG)
Suite 600, 511 Union Street
Nashville, Tennessee 37219

NEW OWNERS:	SEND TAX BILL TO:	MAP & PARCEL:
George E. Thomas, Jr. 301 Ben Allen Road Nashville, TN 37207	George E. Thomas, Jr. 2935 Walnut Crest Drive Antioch, TN 37013	Map 61, pt.17 Map 69, 55 Map 69, 91

SUCCESSOR TRUSTEE'S DEED

WHEREAS, by Deed of Trust (the "Deed of Trust") dated November 30, 1987, and recorded in Book 7415, Page 176, and Amendment to Tennessee Deed of Trust, dated February 28, 1990 and recorded in Book 8094, Page 303, in the Register's Office for Davidson County, Tennessee, David Hugh Thompson and wife, Bonnie Lewis Thompson, conveyed to Dale L. Stegall, Trustee, hereinafter described property (the "Property") for the purpose of securing the payment of the indebtedness and performance of the obligations therein set forth; and

WHEREAS, the holder of the debt secured by the Deed of Trust appointed the undersigned ("Grantor") as Successor Trustee by instrument recorded in Book 8546, Page 234, said Register's Office; and

WHEREAS, default was made in the terms and conditions of the Deed of Trust, and the beneficiary requested the undersigned to advertise and sell the Property under the terms and provisions of the Deed of Trust; and

WHEREAS, in pursuance of said request of said beneficiary, the Property was by the undersigned advertised for sale in conformity with the terms and provisions of the Deed of Trust, by which advertisement the sale was appointed to be held on the 19th day of March, 1992 at the front door of the Courthouse for Davidson County, Tennessee; and

WHEREAS, at the time and place mentioned in said advertisement, the undersigned offered the Property for sale at public outcry to the highest and best bidder for cash (or credit upon the indebtedness secured if the holder of the secured indebtedness were the successful bidder) at which sale, George E. Thomas, Jr., ("Grantee", whether one or more), being the highest and best bidder, became the purchaser of the Property at and for the sum of Twenty Thousand Dollars ($20,000.00).

NOW THEREFORE, in consideration of the premises, the undersigned, John A. Gupton, III, as Successor Trustee, does hereby grant, bargain, sell and convey to the Grantee, in fee simple forever, the Property, described as being in the County of Davidson and State of Tennessee, to wit:

TRACT II - MAP 61 PART OF PARCEL 17

A tract of land, located in the 12th Civil District of Davidson County, Tennessee, being Tract Number Eleven as described according to a survey by Barry Greer and Associates, dated September 6, 1991, as follows:

Beginning at an iron pin set in the northeastern R.O.W. of Ben Allen Road, said pin being located 175.43' as measured in an easterly direction along said R.O.W., from the intersection of said R.O.W. with the west boundary of Tract 1 as shown in the deed to David Hugh Thompson as of record in Book 2803, Page 559, R.O.D.C., Tennessee, and

proceeding as follows:

Thence, leaving said R.O.W., North 05 degrees, 07 minutes, 38 seconds East, a distance of 682.62' to an iron pin;

Thence, South 89 degrees, 26 minutes, 36 seconds East, a distance of 185.63' to an iron pin;

Thence, South 00 degrees, 07 minutes, 27 seconds West, a distance of 200.00' to an iron pin;

Thence, South 89 degrees, 52 minutes, 33 seconds East, a distance of 31.00' to an iron pin;

Thence, South 00 degrees, 07 minutes, 27 seconds West, a distance of 215.00' to an iron pin;

Thence, South 89 degrees, 52 minutes, 33 seconds East, a distance of 86.80' to an iron pin;

Thence, South 10 degrees, 41 minutes, 11 seconds East, 370.67' to an iron pin;

Thence, South 37 degrees, 55 minutes, 57 seconds West, a distance of 182.54' to an iron pin set in said R.O.W. of Ben Allen Road;

Thence, with said R.O.W., North 52 degrees, 04 minutes, 03 seconds West, a distance of 342.74' to an iron pin;

Thence, in a westerly direction, with a curve to the left having a radius of 576.17', an arc distance of 60.65' to the beginning and containing 5.686 acres, more or less according to a survey by Barry Greer and Associates, 2103 Windsor Place, Mt. Juliet, Tennessee, license number 211.

And being part of the property conveyed to David Hugh Thompson by deed from Beulah S. Thompson of record in Book 2803, page 559, Register's Office for Davidson County, Tennessee.

TRACT III - MAP 69 PARCEL 55 AND MAP 69 PARCEL 91

Land in Davidson County, Tennessee, being part of Lot No. 8 on the plan of the lands of Dr. J. H. Jordan, deceased, marked Exhibit "C", as of record in Plan Book 2, page 75, Chancery Court at Nashville, described according to a survey made by C. J. Carney, Surveyor, October 13, 1952, as follows:

Beginning at a point on the southerly margin of Highway No. 12, formerly the Hydes Ferry Pike at the intersection of the southerly margin of said Highway and the center of Heatons Creek (should be: Eatons Creek. (Preparer's Note, Harwell Barr Martin & Stegall, November 24, 1987)); thence with the center of said Heatons Creek (should be: Eatons Creek. (Preparer's Note, Harwell Barr Martin & Stegall, November 24, 1987)), south 30 deg. east 331 feet to a point on the western boundary of the property conveyed to Alline Jordan; thence with the western boundary line of said Jordan property, north 2 deg. 30' east 269.5 feet to the southerly margin of said Highway; thence with the southerly margin of said Highway, north 84 deg. 29' west 180 feet to the beginning, containing 0.56 of an acre, more or less.

Beginning at the point on the northerly margin on Hydes Ferry Pike, same being State Highway No. 12, and running in an easterly direction, 180 feet to a point in the center of the old highway; thence in a southerly

direction, 35 feet to the right-of-way of Highway No. 12; thence with the right of way, to the point of beginning.

BEING the same property conveyed to Hugh Thompson by deeds of record in Book 2153, page 141 and Book 6256, page 869, Register's Office for Davidson County, Tennessee.

TOGETHER WITH and including any improvements located on the property.

TRACT II is improved property known as 301 Ben Allen Road, Nashville, Tennessee 37207.

TRACT III is unimproved property known as Hydes Ferry Pike, Nashville, Tennessee.

SUBJECT TO all unpaid taxes, any governmental zoning and subdivision ordinances in effect thereon and to all other restrictions, easements and encumbrances of record.

The last registered instrument relating to the Property is a Subordination Agreement recorded in Book 8296, Page 704, in said Register's Office.

TO HAVE AND TO HOLD said described real estate unto Grantee, his heirs and assigns, forever in fee simple.

Sale was advertised and made as Successor Trustee only, without covenants or warranties of title, express or implied, and this conveyance is so made. However, Grantor, as Successor Trustee, but not otherwise, hereby assigns and sets over to Grantee all of the covenants and warranties contained in the Deed of Trust.

IN WITNESS WHEREOF, John A. Gupton, III, Successor Trustee, has executed these presents this 27 day of March, 1992.

96345 IDENTIFICATION REFERENCE
27 1 53 PM '92
DAVIDSON COUNTY, TN

PICK-UP

John A. Gupton, III,
Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this 27th day of March, 1992, before me personally appeared John A. Gupton, III, to be known (or proved to me on the basis of satisfactory evidence) to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

Ruth Anne Caruthers
Notary Public

My Commission Expires: 1-22-95

I swear or affirm that the actual consideration for this transfer or the value of the property transferred, whichever is greater, is $20,000.00.

Affiant

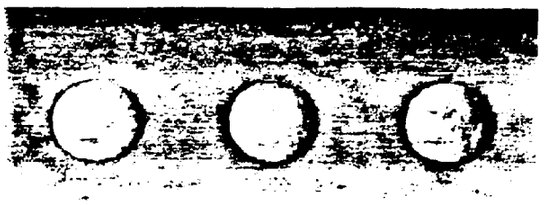
Sworn to and subscribed before me, this 27th day of March, 1992.

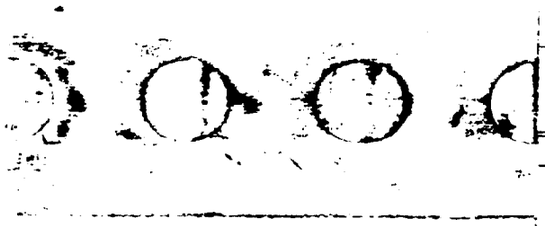
NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

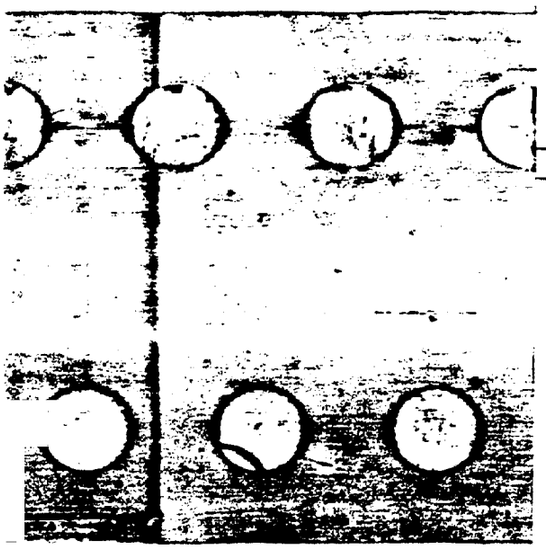
Ruth Anne Caruthers
Notary Public

My Commission Expires: 1-22-95

1037 03/27/92 0101 03CHECK 84.00







OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8585 PAGE 618

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	20000.00
			CON TX	74.00
			PRFEE	1.00
			WDEED	9.00
			VOID	
			MAMT	20000.00-
			CAMT	20000.00
			TOTAL	84.00
			CHECK	84.00
03/27/92	01	13:56	0001	1037

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

96345

IDENTIFICATION REFERENCE

MAR 27 1 55 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 515414