BOOK 8607 PAGE 303

This Instrument Prepared by: Stokes & Bartholomew, P.A.
424 Church Street, Suite 2800
Nashville, Tennessee 37219

Send Tax Bills to:
Union Planters National Bank
7130 Goodlett Farms Parkway, A4W
Cordova, Tennessee 38108

Map 104-6N
Parcel 402

SUCCESSOR TRUSTEE DEED

THIS SUCCESSOR TRUSTEE DEED, made and entered into this 20th day of April, 1992, by Darlene T. Marsh, acting as Successor Trustee as hereinafter provided, to Union Planters National Bank, successor by merger to Fidelity Federal Bank, F.S.B..

W I T N E S S E T H:

WHEREAS, Robert W. Rudolph executed a certain Deed of Trust dated August 31, 1988, to Vaden Lackey, Jr., Trustee, of record in Book 7642, page 452, Register's Office for Davidson County, Tennessee, (the "Deed of Trust"), which conveyed certain real property in Davidson County, Tennessee, as more particularly described below; and

WHEREAS, by instrument dated February 28, 1992, and of record in Book 8567, page 935, Register's Office for Davidson County, Tennessee, the owner and holder of the debt secured by said Deed of Trust, Fidelity Federal Bank, F.S.B., appointed Darlene T. Marsh as Successor Trustee in accordance with the provisions contained in said Deed of Trust; and

WHEREAS, default having been made by failure to comply with the terms, provisions and conditions set forth in that certain Note, dated August 31, 1988, executed by Robert W. Rudolph payable to the order of Fidelity Federal Savings & Loan of Tennessee (now known as Union Planters National Bank) (the "Note"), and in the Deed of Trust, which secures the indebtedness therein described, the said indebtedness so secured being, among others the Note; and

WHEREAS, the entire indebtedness evidenced by the Note, and secured by the Deed of Trust is past due and unpaid, and payment not having been made as demanded, and the owner and holder of said indebtedness having requested said Successor Trustee to foreclose

the Deed of Trust as provided therein, the Successor Trustee, after due advertisement as required by law and by the terms of the Deed of Trust offered the real property securing the Note for sale at public outcry at the front door of the Courthouse, Nashville, Davidson County, Tennessee, on the 17th day of April, 1992 at 12:00 o'clock noon, free from all equity of redemption, statutory right of redemption, homestead, statutory right to an elective share, and all other rights or exemptions of every kind, all of which were expressly waived in said Deed of Trust, when and where Union Planters National Bank became the highest and best bidder for cash at the price of Eighty-Two Thousand Dollars ($82,000.00).

NOW, THEREFORE, in consideration of the premises, and of the sum of Eighty-Two Thousand Dollars ($82,000.00) cash in hand paid, Darlene T. Marsh acting as Successor Trustee, has bargained and sold, and by these presents does hereby transfer, assign, and convey unto Union Planters National Bank, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee, being more particularly described as follows, to-wit:

A certain condominium apartment in Davidson County, Tennessee, being Unit No. 402, Rose Hall Condominium, as of record in Plat Book 6900, page 379, Register's Office for said County, amends Lots 37, 38, 39, 40 and 41 on the Plan of Bransford Realty Co.'s West End Avenue Place, of record in Book 332, page 15, said Register's Office.

Being the same property conveyed to Robert W. Rudolph, unmarried, by deed from Wall & Clark, a joint venture composed of James K. Wall and James M. Clark, as of record in Book 7642, page 449, said Register's Office.

Together with all the improvements erected on the property, and all easements, rights, appurtenances, rents, royalties, mineral, oil and gas rights and profits, water rights and stock and all fixtures to the property and together with the proceeds of any award or claim for damages, direct or consequential, in connection with any condemnation or other taking of all or any part of the property, or for conveyance in lieu of condemnation.

This is improved property also known as 402 Rose Hall, 33rd Avenue South, Nashville, Tennessee 37212.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Union Planters National Bank, its successors and assigns, in

as full and ample a manner as the said Darlene T. Marsh, acting as Successor Trustee, has power to convey the same, but not further or otherwise.

Said property is conveyed subject to any unpaid taxes, mortgages, liens, encumbrances, easements, restrictions and other matters of record or otherwise that are prior in right to the lien of the said Deed of Trust and any redemptive rights (including redemptive rights of any taxing authority by reason of any tax liens).

IN WITNESS WHEREOF, the said Darlene T. Marsh, acting as Successor Trustee, has hereunto set her hand as of the day and year first above written.

Darlene T. Marsh
Successor Trustee

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, which ever is greater, for this transfer is $82,000.00.

Darlene T. Marsh
Affiant

Sworn to and subscribed before me this 20th day of April, 1992.

Carol M. Mann
Notary Public

My commission expires: 1-23-94

3898 04/22 0101 03CHECK 316.40

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public of said county and state, Darlene T. Marsh, Successor Trustee, the within named bargainor(s), with whom I am personally acquainted, (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 20th day of April, 1992.

Carol M. Mann
Notary Public

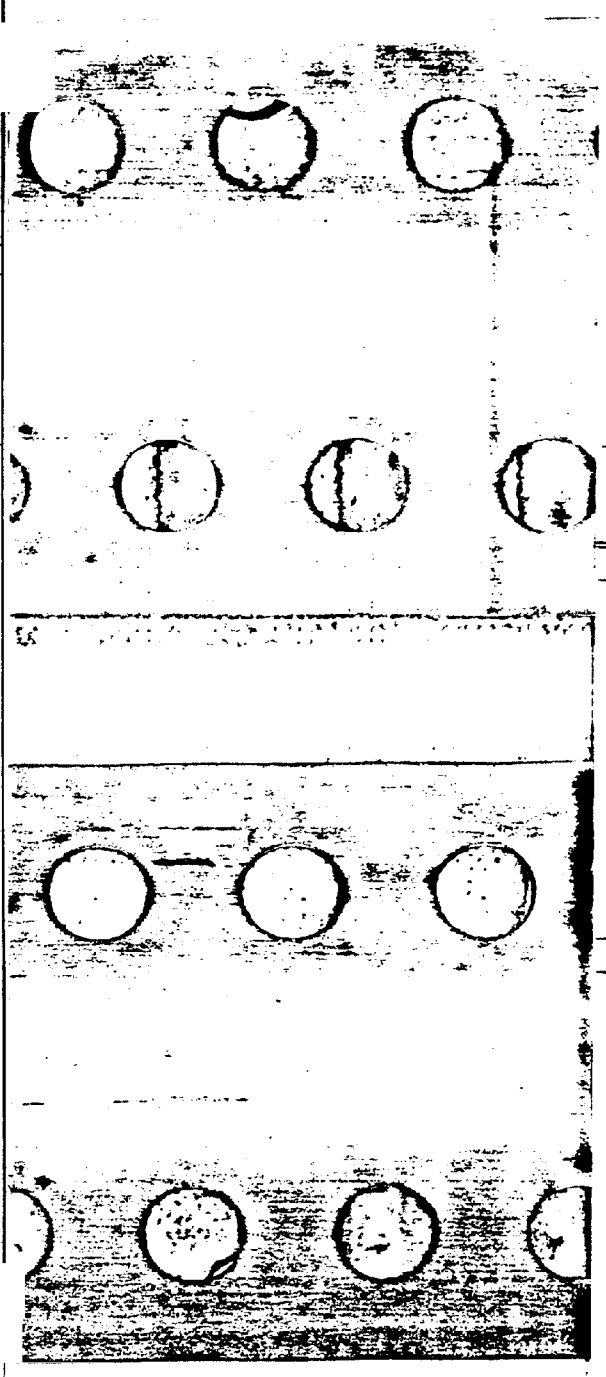
My Commission Expires: 1-23-94

037552

IDENTIF. REFERENCE

APR 22 10 54 AM '92

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.



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

RECEIVED OF _____

FOR _____

BOOK 8607 PAGE 307

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 82000.00
CON TX 303.40
PRFEE 1.00
TDEED 12.00
ERR CO
TDEED 12.00-
WDEED 12.00
TOTAL 316.40
CHECK 316.40

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

04/22/92 01 10:54 0001 2898

03752

IDENTIF. TREFERENCE

APR 22 10 54 AM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 523719