SUBSTITUTE TRUSTEE'S DEED

WHEREAS, under date of the 1st of August, 1988, Graham's Nursery, Inc., a Tennessee corporation, executed a certain Deed of Trust to James H. Kinnard, Trustee, for the purpose of securing the debt and obligations therein described, which Trust Deed is recorded at Book 7618, Page 426, in the Register's Office of Davidson County, Tennessee; and

WHEREAS, Marshall and Irene Carter, the holders and the owners of the debt secured by said Deed of Trust, having for reasons satisfactory to themselves, under the provisions of said Trust Deed, by instrument recorded in said Register's Office at Book 8592, Page 965 named and appointed the undersigned as Trustee in the place and stead of the said James H. Kinnard; and

WHEREAS, default was made in the payment of the debt and the obligation secured by said Trust Deeds and the undersigned, as Substitute Trustee, was requested to advertise and sell the property conveyed by said Trust Deeds in compliance with provisions thereof; and

WHEREAS, the undersigned, as Substitute Trustee, did, in compliance with the provisions of said Trust Deeds, advertise for sell the property conveyed by same, the advertisement of sale having been published in the Nashville Business Journal, a newspaper published in Nashville, Davidson County, Tennessee, in the issues of March 30, 1992, April 6, 1992, and April 13, 1992, of said newspaper, said sale having been advertised for Friday, April 24, 1992, commencing at 12:00 noon, at the front door of the Courthouse, Nashville, Tennessee, at which time and place the property was offered for sale and sold; and

WHEREAS, the highest and best bid of said property was then and there made by Marshall and Irene Carter to-wit: a bid of Fifty Thousand and No/100 Dollars ($50,000.00) for said property, which bid was then and there accepted by the undersigned as Substitute Trustee.

NOW, THEREFORE, for the consideration named, and for and in consideration of the compliance with the terms of said bid, the undersigned, Ronald E. Mills, as Substitute Trustee, has bargained and sold, and does by these presents bargain, sell and convey unto the said Marshall and Irene Carter the property advertised and sold as hereinabove recited, situated, lying and being in the County of Davidson, State of Tennessee, and more particularly described as follows:

TRACT 17:

Land in the 4th Civil District of Davidson County, Tennessee, and being described according to a survey by J. Bruce Rainey, Surveyor No. 823 dated July 15, 1981 and revised October 10, 1983, and known as Job No. 83-340 as follows:

Beginning at an iron pin on the southerly margin of Hobson Pike, said point of beginning being the Northeast corner of this tract and also being 248.48 degrees west of the intersection of the southerly margin of Hobson Pike and the original easterly line of the Belinda City, Inc. property, of which this is a part; thence leaving the margin of the said Hobson Pike south 06 degrees 54 minutes 25 seconds west 1200.03 feet to an iron pin; thence south 17 degrees 07 minutes 31 seconds west 493.21 feet to an iron pin in the line of the U. S. Government; thence with the Government line north 86 degrees 51 minutes 25 seconds west 271.65 feet to an iron pin on the southerly margin of said Pike; thence with the southerly margin of said Pike north 86 degrees 11 minutes 30

seconds east 391.20 feet to the point of beginning, containing 13.65 acres more or less.

This conveyance is subject to and includes a 25 foot joint use easement for the purpose of constructing and maintaining water lines for this and other properties, being more particularly described as follows:

Beginning at an iron pin on the southerly margin of Hobson Pike, said point of beginning being the Northeast corner of the above-described tract; thence with the margin of said Hobson Pike South 86 degrees 11 minutes 30 seconds West 830.48 feet to a point; thence crossing Hobson Pike north 09 degrees 14 minutes 44 seconds East 993.44 feet to a point on the southerly margin of Pugh Road; thence with the margin of the same North 83 degrees 32 minutes 39 seconds West 25.03 feet to an iron pin; thence leaving the margin of said Road and with a fence South 09 degrees 14 minutes 44 seconds West 998.03 feet to a point on the northerly margin of Hobson Pike; thence crossing said Hobson Pike and continuing South 09 degrees 14 minutes 44 seconds West 81.26 feet to a point on the southerly margin of said Pike; thence continuing South 09 degrees 14 minutes 44 seconds West 25.66 feet to a point; thence north 86 degrees 11 minutes 30 seconds east 857.21 feet to a point on the easterly line of the above described tract; thence with the easterly line north 06 degrees 54 minutes 25 seconds east 25.44 feet to the point of beginning.

The above described tract is also subject to a 300 foot wide T.V.A. transmission line easement on the northerly part of the tract.

This property is made subject to a ten (10) foot easement for public utilities along the front of the property.

Being the same property conveyed to Marshall Carter, Jr. and wife, Irene Carter by deed from G. Ward Lovell, Jr. and wife, Caroline T. Lovell dated November 18, 1983 and recorded and duly filed in Deed Book 6183, Page 95, Register's Office for Davidson County, Tennessee.

T.V.A. consents to the use of land where their easement lies by the property owner.

TRACT 18:

Land in the 4th Civil District of Davidson County, Tennessee, and being described according to a survey by J. Bruce Rainey, Surveyor No. 823 dated July 15, 1981 and revised October 10, 1983, and known as Job No. 83-340 as follows:

Beginning at an iron pin on the southerly margin of Hobson Pike, said point of beginning being the Northeast corner of this tract and at the intersection of the southerly margin of Hobson Pike and the original easterly line of the Belinda City, Inc. property, of which this is a part; thence leaving the margin of said Hobson Pike and with a fence South 05 degrees 43 minutes 05 seconds West 361.34 feet to an iron pin; thence South 07 degrees 10 minutes 16 seconds West 796.84 feet to an iron pin; thence South 06 degrees 16 minutes 23 seconds West 550.73 feet to a U. S. Government monument with the line of the U. S. Government North 86 degrees 51 minutes 24 seconds West 342.46 feet to an iron pin; thence North 06 degrees 54 minutes 25 seconds East 1200.03 feet to an iron pin on the southerly margin of said Hobson Pike; thence with the southerly margin of said Pike North 86 degrees 11

minutes 30 seconds East 14.10 feet to a concrete highway monument; thence continuing with the margin of said Pike North 86 degrees 16 minutes 46 seconds East 234.38 feet to the point of beginning, containing 10.20 acres, more or less.

Included in the conveyance is a 25 foot joint use easement for the purpose of constructing and maintaining water lines for this and other properties, being more particularly described as follows:

Beginning at an iron pin on the southerly margin of Hobson Pike, said point of beginning being the Northwest corner of the above-described tract; thence with the margin of said Hobson Pike South 86 degrees 11 minutes 30 seconds West 830.48 feet to a point; thence crossing Hobson Pike North 09 degrees 14 minutes 44 seconds East 81.22 feet to a point on the northerly margin of the same; thence continuing North 09 degrees 14 minutes 44 seconds East 993.44 feet to a point on the southerly margin of Pugh Road; thence with the margin of the same North 83 degrees 32 minutes 39 seconds West 25.03 feet to an iron pin; thence leaving the margin of said Road and with a fence South 09 degrees 14 minutes 44 seconds West 998.03 feet to a point on the northerly margin of Hobson Pike; thence crossing said Hobson Pike and continuing South 09 degrees 14 minutes 44 seconds West 81.26 feet to a point on the southerly margin of said Pike; thence continuing South 09 degrees 14 minutes 44 seconds West 25.63 feet to a point; thence North 86 degrees 11 minutes 30 seconds East 857.21 feet to a point on the westerly line of the above described tract; thence with the westerly line North 06 degrees 54 minutes 25 seconds East 25.44 feet to the point of beginning.

The above described tract is also subject to a 300 foot wide T.V.A. transmission line easement on the northerly part of the tract.

This property is made subject to a ten (10) foot easement for public utilities along the front of the property.

Being the same property conveyed to Marshall Carter, Jr. and wife, Irene Carter by deed from G. Ward Lovell, Jr. and wife, Caroline T. Lovell dated November 18, 1983 and recorded and duly filed in Deed Book 6183, Page 119, Register's Office for Davidson County, Tennessee.

The street address of the Property is:

3430 Hobson Pike
Hermitage, TN

TO HAVE AND TO HOLD, unto the said Marshall and Irene Carter, their heirs and assigns, in fee simple forever.

The undersigned Substitute Trustee believes the title hereby conveyed to be good, but warrants same against the lawful claims of all persons claiming by, through and under a conveyance from the undersigned as Substitute Trustee, under the provisions of the above-described Trust Deed, and not further or otherwise.

This sale is made subject to unpaid property taxes assessed by the Metropolitan Government of Nashville and Davidson County, Tennessee upon the property as of the date of the Substitute Trustee's sale described herein.

The proceeds of this sale, the receipt of which the undersigned Substitute Trustee hereby acknowledges, have been applied as follows:

Principal, Interest and Expenses:

Principal.....	$66,882.12
Interest.....	8,266.77
Recording Substitution of Trustee.....	6.00
Advertising.....	414.00
Attorney Fee.....	750.00
Total:	$76,318.89
TOTAL BID.....	$50,000.00
Balance due from property owner for deficiency on first mortgage	$26,318.89
Applied to the second mortgage indebtedness	$ 0.00

WITNESS the signature of the undersigned, Ronald E. Mills, Substitute Trustee, this the 24th day of April, 1992.

Ronald E. Mills
Substitute Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

On this 24th day of April, 1992, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Ronald E. Mills, Substitute Trustee, to me known 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.

WITNESS my Hand and Notarial Seal at office the day and year above written.

Karen L Scherer
Notary Public

My Commission Expires: 7-23-94

PROPERTY ADDRESS:	MAP/PARCEL NO.:	SEND TAX BILLS TO:
3430 Hobson Pike Hermitage, TN	124/67 124/84	SAME

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $50,000.00 which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Marshall Lee Carter Jr.
Affiant

SUBSCRIBED AND SWORN TO before me this 8th day of May, 1992

Marschella Mathis
Notary Public

My Commission Expires: March 27, 1993

NOTARY PUBLIC DAVIDSON COUNTY, TEX.

THIS INSTRUMENT PREPARED BY:

BLACKBURN, LITTLE, SMITH & SLOBEY
First American Center
12th Floor, Suite 1275
Nashville, TN 37238
(615) 254-7770

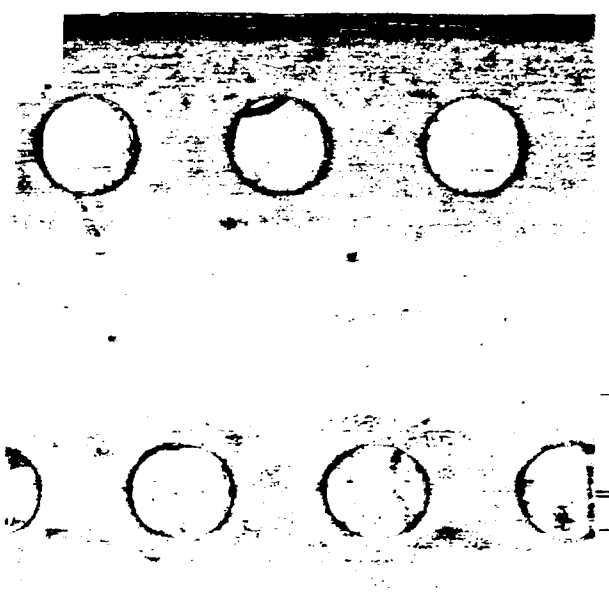
\lhb
rem2\carter.sub

12436

IDENTIF. REFERENCE

MAY 22 10 01 AM '92

DAVIDSON COUNTY TN.



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8631 PAGE 863

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 50000.00
CON TX 185.00
PRFEE 1.00
WEED 15.00
TOTAL 201.00
CHECK 201.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 001 9169

12436

IDENTIF. TREFERENCE

MAY 22 10 01 AM '92

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY TN.

No. 533339