This Instrument Prepared By:
GULLETT, SANFORD, ROBINSON
& MARTIN
230 Fourth Avenue, North
Third Floor
P. O. Box 2757
Nashville, Tennessee 37219-0757

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $745,737.08.

Roy Conway Flowers
Affiant

Subscribed and sworn to before me, this 24th day of September, 1992.

Sue Legg
Notary Public

My Commission Expires: 5-23-94

48429

IDENTIFICATION REFERENCE

SEP 24 11 11 AM '92

DAVIDSON COUNTY, TN

PICK-UP

Address new owner as follows:

Roy Conway Flowers
211 Printers Alley
Nashville, TN 37201

Send Tax Bills to:

SAME

Map-Parcel Numbers

Map 104-8
Parcel 136, part of Parcel 416, and part of Parcel 418

SUCCESSOR TRUSTEE'S DEED

9645 09/24 0101 03CHECK 2808.09

WHEREAS, by a Deed of Trust, Assignment of Rents and Security Agreement, dated October 25, 1984, executed by Oakley S. Ray and wife, Kathleen W. Ray, to Glenn L. Lawrence, Trustee, securing Metropolitan Federal Savings and Loan Association, of record in Book 6411, page 770, Register's Office for Davidson County, Tennessee, as amended by Amendment to Promissory Note, Deed of Trust Assignment of Rents and Security Agreement and Loan Agreement, dated November 1, 1985, of record in Book 6701, page 209, said Register's Office, as further amended by Assumption Agreement and Second Amendment to Promissory Note, Deed of Trust, Assignment of Rents and Security Agreement, and Loan Agreement, dated November 14, 1986, of record in Book 7041, page 716, said Register's Office, and as further amended by Third Amendment to Deed of Trust, Promissory Note, Assignment of Rents and Security Agreement and Loan Agreement, dated May 29, 1987, of record in Book 7257, page 294, said Register's Office (the Deed of Trust, Assignment of Rents and Security Agreement, as amended, being herein collectively called the "Deed of Trust"), Oakley S. Ray and wife, Kathleen W. Ray, conveyed to Glenn L. Lawrence, as Trustee, certain real property to secure the payment of the indebtedness evidenced by a Promissory Note, as amended (the "Note"), as described in the Deed of Trust, which Note was originally made by Oakley

S. Ray and wife, Kathleen W. Ray, was assumed by Blakemore Associates, a Tennessee general partnership, was originally payable to Metropolitan Federal Savings and Loan Association, and was assigned by Metropolitan Federal Savings and Loan Association to Roy Conway Flowers, reference being made to the Assignment of Deed of Trust, Assignment of Rents, Security Agreement and Loan Agreement, dated July 21, 1989, from Metropolitan Federal Savings and Loan Association to Roy Conway Flowers, of record in Book 7894, page 895, said Register's Office; and

WHEREAS, Roy Conway Flowers, the owner and holder of the Note, removed Glenn L. Lawrence, as Trustee under the Deed of Trust, and appointed Justin T. Milam as Successor Trustee by an Appointment of Successor Trustee of record in Book 8673, page 744, Register's Office for said County; and

WHEREAS, default was made in payment of the Note, and such default continued for a period of more than ten (10) days after written notice thereof as provided in the Deed of Trust; and

WHEREAS, the owner and holder of the Note demanded that the Successor Trustee sell the subject property in accordance with the terms of the Deed of Trust; and

WHEREAS, pursuant to instructions of Roy Conway Flowers, the Successor Trustee advertised said property for sale in accordance with the terms and provisions of the Deed of Trust, notices of the time and place of said sale having been published in The Nashville Record on September 3, 1992, September 10, 1992, and September 17, 1992; and

WHEREAS, the Successor Trustee, as required by the terms of the Deed of Trust, offered said property for sale to the highest bidder for cash, at public outcry, at the front (South) door of the Davidson County Courthouse in Nashville, Tennessee, at 10:30 o'clock A.M. on Thursday, September 24, 1992, and Roy Conway Flowers (hereinafter "Grantee") being the highest and best bidder thereof, became the purchaser of said property at and for the sum of Seven Hundred Forty-Five Thousand Seven Hundred Thirty-Seven and 08/100 ($745,737.08) DOLLARS.

NOW, THEREFORE, Justin T. Milam, in his capacity as Successor Trustee, and not otherwise, in consideration of the premises and payment of the sum stated above, the receipt of which is hereby acknowledged, hereby transfers and conveys to Grantee, and his heirs and assigns, certain real property, situated in Davidson County, Tennessee, described on Exhibit A attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said real property free from all legal, equitable, and statutory rights of redemption (except for any applicable right of redemption by the State of Tennessee, as described below), exemptions of homestead, rights by virtue of marriage, and all other exemptions of every kind, all such rights and exemptions being waived in the Deed of Trust, in as full and complete manner as the undersigned, in his capacity as Successor Trustee, and not otherwise, has the power to convey the same.

The following tax lien notices are recorded in the Register's Office for Davidson County, Tennessee: (1) Notice of State Tax Lien in favor of the State of Tennessee, Department of Revenue, of record in Book 8505, page 932, Register's Office for Davidson County, Tennessee, against The Village Gardener, Inc. D.B.A.The Village Gardener, recorded December 11, 1991, Account No. 2-621414959-001-1, and (2) Notice of State Tax Lien in favor of the State of Tennessee, Department of Revenue, of record in Book 8640, page 352, Register's Office for Davidson County, Tennessee, against The Village Gardener, Inc. & The Village Gardener & Bailey Heflin, recorded June 2, 1992, Account No. 2-621414959-001-1 (collectively the "Notices of State Tax Lien"). With respect to the Notices of State Tax Lien, the notice required by Tennessee Code Annotated Section 67-1-1433(b)(1) to be given to the State of Tennessee has been timely given. A copy of the notice given to the State of Tennessee is attached hereto as Exhibit B, and a copy of the written response of the State of Tennessee to such notice is attached hereto as Exhibit C. The land described herein is conveyed subject to the right of the State of Tennessee to redeem the land as provided for in Tennessee Code Annotated Section 67-1-1433(c)(1), to the extent applicable.

IN WITNESS WHEREOF, Justin T. Milam, in his capacity as Successor Trustee, and not otherwise, has set his signature on this 24th day of September, 1992.

Justin T. Milam, Successor Trustee

Justin T. Milam, as Successor Trustee, and not otherwise

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Justin T. Milam, Successor Trustee, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 24th day of September, 1992.

Notary Public

My Commission Expires: 5-23-94

EXHIBIT A

Legal Description

Real property situated in Davidson County, Tennessee, described as follows:

TRACT I:

Land in Davidson County, Tennessee, being Lot No. 129 and 7-1/2 feet of the easterly side of Lot No. 128 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County, described as follows:

Beginning at the northwest corner of Blakemore Avenue and 19th Avenue, South, formerly Everett Street, being the southeast corner of said Lot No. 129; thence with the northerly margin of Blakemore Avenue, westerly 57-1/2 feet, more or less, to a point 7-1/2 feet westerly from the corner of Lots Nos. 128 and 129; thence northerly parallel with and 7-1/2 feet westerly from the line between said two lots, 140 feet to the southerly margin of an alley; thence with the southerly margin of said alley, easterly 64-1/2 feet, more or less, to the westerly margin of 19th Avenue South; thence with the westerly margin of said Avenue, southerly 140 feet, more or less,to the beginning.

Being the same property conveyed to Oakley S. Ray and wife, Kathleen W. Ray, by deed from E. William Ewers and wife, Marge H. Ewers, of record in Book 6701, page 206, Register's Office for Davidson County, Tennessee.

TRACT II:

Land in Davidson County, Tennessee, being the easterly 20 feet of Lot No. 127 and the westerly 42-1/2 feet of Lot No. 128, on the Revised Plan of part of University Place, of record in Book 332, page 145, said Register's Office. Said parts of Lots Nos. 127 and 128 front together 62-1/2 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Kathleen W. Ray, by quitclaim deed from James M. Bates, Trustee, of record in Book 5437, page 985, said Register's Office.

TRACT III:

Land in Davidson County, Tennessee, being the easterly 30 feet of Lot No. 126 and the westerly 30 feet of Lot No. 127 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County. Said parts of said lots adjoin and front together 60 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. Ray and wife, Kathleen W. Ray, by deed from Eugene L. Witt, Jr., and wife, Beatrice M. Witt, of record in Book 6308, page 595, and rerecorded in Book 6411, page 768, said Register's Office.

TRACT IV:

Land in Davidson County, Tennessee, being the easterly 25 feet of Lot No. 123, all of Lots Nos. 124 and 125, and the westerly 20 feet of Lot No. 126 on the Revised Plan of part of University Place, a subdivision of land formerly owned by the American Baptist Home Mission Society, of record in Book 332, page 145, Register's Office for said County.

Said easterly 25 feet of Lot No. 123 fronts 25 feet on the northerly side of Blakemore Avenue and runs back between parallel lines 140 feet to an alley. Said Lot No. 123 is the same as the east 37 feet of Lot No. 123 and the west 13 feet of Lot No. 124 on the original plan of record in Book 332, page 12, said Register's Office.

Said Lots Nos. 124 and 125 on said Revised Plan of part of University Place each front 50 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Said westerly 20 feet of Lot No. 126 on said Revised Plan fronts 20 feet more or less on the northerly side of Blakemore Avenue and runs back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. Ray, and wife, Kathleen W. Ray, by deed from A. F. Kuhlman, and wife, Virgina Wood Kuhlman, or record in Book 6356, page 899, said Register's Office.

TRACT V:

Land in Davidson County, Tennessee, being Lot No. 122 and the westerly one-half of Lot No. 123 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County. Said Lot No. 122 and part of Lot No 123 front together 75 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. and Kathleen W. Ray, by deed from D. Martin Watterson, unmarried, of record in Book 6406, page 869, said Register's Office.

TRACT VI:

Land in Davidson County, Tennessee, being Lot No. 121 and the easterly 5 feet of Lot No. 120 on the Revised Plan of part of University Place, being a resubdivision of the land formerly owned by American Baptist Home Mission Society, of record in Book 332, page 145, Register's Office for said County. Said lot and part of lot adjoin and front together 57 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Kathleen W. and Oakley S. Ray by deed from Charles A. Howell, IV, and wife, Margaret G. Howell, of record in Book 6350, page 829, said Register's Office.

TRACTS I THROUGH VI being the same property conveyed to Blakemore Associates, a Tennessee general partnership, by Warranty Deed from Oakley S. Ray and wife, Kathleen W. Ray, of record in Book 7040, page 900, Register's Office for Davidson County, Tennessee.

TOGETHER WITH ALL RIGHT, TITLE, AND INTEREST of Oakley S. Ray and wife, Kathleen W. Ray, and of their successors in title and interest with respect to all or any part of the above-described property, in and to all heretofore vacated alleys and streets abutting the property, including without limitation that portion of Blakemore Avenue, generally lying adjacent to the south of the above-described property, that was closed, vacated and abandoned pursuant to Metro Ordinance No. 089-668, as amended by Metro Ordinance No. 089-1049, and as further amended by Metro Ordinance No. 090-1117, and in and to all easements, rights, and appurtenances appurtenant to the property.

The property described above is a portion of the property described in and shown on the Blakemore Associates Revision Final Plat - General Commercial P.U.D. and Re-Subdivision of Lot No. 129 of the Re-Subdivision of University Place, of record in Book 8250, page 20, Register's Office for Davidson County, Tennessee.

The subject property is identified as Metro Tax Map 104-8, Parcel 136, part of Parcel 416, and part of Parcel 418. The street address of Parcel 136 is listed in the Metro Trustee's Office as 1900 19th Avenue South, Nashville, Tennessee 37212. The street address of Parcels 416 and 418 is listed in the Metro Trustee's Office as Blakemore Avenue. (The property comprising Parcels 416 and 418 previously had the following street addresses: 1900, 1904, 1908, 2000, and 2020 Wedgewood Avenue, Nashville, Tennessee 37212.)

LAW OFFICES EXHIBIT B BOOK 8737 PAGE 248

GULLETT, SANFORD, ROBINSON & MARTIN

230 FOURTH AVENUE, NORTH, 3RD FLOOR
POST OFFICE BOX 2757
NASHVILLE, TENNESSEE 37219-0757

TELEPHONE (615) 244-4994
FACSIMILES (615) 256-6339 • 242-8219

WRITER'S DIRECT DIAL

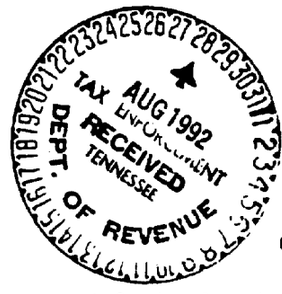
B. B. GULLETT
SENIOR COUNSEL

VALERIUS SANFORD
JACK W. ROBINSON, SR.
JOSEPH MARTIN, JR.
ALLEN D. LENTZ
GEORGE V. CRAWFORD, JR.
G. RHEA BUCY
M. TAYLOR HARRIS, JR.
JOEL M. LEEMAN
GARETH S. ADEN
WESLEY D. TURNER
BARBARA J. MOSS

WM. ROBERT POPE, JR.
LINDA W. KNIGHT
TODD J. CAMPBELL
JEFFREY MOBLEY
A. SCOTT DERRICK
JUSTIN T. MILAM
THOMAS H. FORRESTER
JACK W. ROBINSON, JR.
HOPE A. ROOT
EDWARD T. BRADING
WAYNE L. ROBBINS, JR.

JOHN D. LENTZ
OF COUNSEL

August 28, 1992



HAND DELIVERED

Commissioner of Revenue
State of Tennessee
ATTN: Director, Tax Enforcement Division
Andrew Jackson State Office Building
Nashville, TN 37242

RE: Notice of Nonjudicial Foreclosure Sale by Justin T. Milam, Successor Trustee, under Deed of Trust, Assignment of Rents and Security Agreement, dated October 25, 1984, executed by Oakley S. Ray and wife, Kathleen W. Ray, to Glenn L. Lawrence, Trustee, securing Metropolitan Federal Savings and Loan Association, of record in Book 6411, page 770, Register's Office for Davidson County, Tennessee, as amended by instruments of record in Book 6701, page 209, Book 7041, page 716, and Book 7257, page 294 (the Deed of Trust, Assignment of Rents and Security Agreement, as amended, being herein collectively called the "Deed of Trust"), as assigned by Metropolitan Federal Savings and Loan Association to Roy Conway Flowers by Assignment of Deed of Trust, Assignment of Rents, Security Agreement and Loan Agreement, dated July 21, 1989, of record in Book 7894, page 895, said Register's Office.

Gentlemen:

This is to notify you of a nonjudicial sale of the property covered by the referenced Deed of Trust, as more particularly provided herein.

In accordance with Tennessee Code Annotated Section 67-1-1401 et seq., the following information is provided:

1. The name and address of the person submitting this notice of sale is as follows:

Justin T. Milam
Gullett, Sanford, Robinson & Martin
Third Floor
230 Fourth Avenue, North
P.O. Box 2757
Nashville, TN 37219-0757

2. Copies of the following Notices of State Tax Lien (which have been recorded in the Register's Office for Davidson County, Tennessee) are enclosed:

(a) Notice of State Tax Lien of record in Book 8505, page 932, filed with the Register's Office for Davidson County, Tennessee, against The Village Gardener, Inc. D.B.A. The Village Gardener, 1908 Blakemore Avenue, Nashville, Tennessee 37212, filed December 11, 1991, Account No. 2-621414959-001-1; and

(b) Notice of State Tax Lien of record in Book 8640, page 352, filed with the Register's Office for Davidson County, Tennessee, against The Village Gardener, Inc. & The Village Gardener & Bailey Heflin, 1908 Blakemore Avenue, Nashville, Tennessee 37212, filed June 2, 1992, Account No. 2-621414959-001-1.

3. The property affected by this notice of sale is real estate identified as Metro Tax Map 104-8, Parcel 136, part of Parcel 416, and part of Parcel 418. The street address of Parcel 136 is listed in the Metro Trustee's Office as 1900 19th Avenue South, Nashville, Tennessee 37212. The street address of Parcels 416 and 418 is listed in the Metro Trustee's Office as Blakemore Avenue. (The property comprising Parcels 416 and 418 previously had the following street addresses: 1900, 1904, 1908, 2000, and 2020 Wedgewood Avenue, Nashville, Tennessee 37212.) The subject property is more particularly described as follows:

TRACT I:

Land in Davidson County, Tennessee, being Lot No. 129 and 7-1/2 feet of the easterly side of Lot No. 128 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County, described as follows:

Beginning at the northwest corner of Blakemore Avenue and 19th Avenue, South, formerly Everett Street, being the southeast corner of said Lot No. 129; thence with the northerly margin of Blakemore Avenue, westerly 57-1/2 feet, more or less, to a point 7-1/2 feet westerly from the corner of Lots Nos. 128 and 129; thence northerly parallel with and 7-1/2 feet westerly from the line between said two lots, 140 feet to the southerly margin of an alley; thence with the southerly margin of said alley, easterly 64-12 feet, more or less, to the westerly margin of 19th Avenue South; thence with the westerly margin of said Avenue, southerly 140 feet, more or less to the beginning.

Being the same property conveyed to Oakley S. Ray and wife, Kathleen W. Ray, by deed from E. William Ewers and wife, Marge H. Ewers, of record in Book 6701, page 206, Register's Office for Davidson County, Tennessee.

TRACT II:

Land in Davidson County, Tennessee, being the easterly 20 feet of Lot No. 127 and the westerly 42-1/2 feet of Lot No. 128, on the Revised Plan of part of University Place, of record in Book 332, page 145, said Register's Office. Said parts of Lots Nos. 127 and 128 front together 62-1/2 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Kathleen W. Ray, by quitclaim deed from James M. Bates, Trustee, of record in Book 5437, page 985, said Register's Office.

TRACT III:

Land in Davidson County, Tennessee, being the easterly 30 feet of Lot No. 126 and the westerly 30 feet of Lot No. 127 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County. Said parts of said lots adjoin and front together 60 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. Ray and wife, Kathleen W. Ray, by deed from Eugene L. Witt, Jr., and wife, Beatrice M. Witt, of record in Book 6308, page 595 and rerecorded in Book 6411, page 768, said Register's Office.

TRACT IV:

Land in Davidson County, Tennessee, being the easterly 25 feet of Lot No. 123, all of Lots No. 124 and 125, and the westerly 20 feet of Lot No. 126 on the Revised Plan of part of University Place, a subdivision of land formerly owned by the American Baptist Home Mission Society, of record in Book 332, page 145, Register's Office for said County.

Said easterly 25 feet of Lot No. 123 fronts 25 feet on the northerly side of Blakemore Avenue and runs back between parallel lines 140 feet to an alley. Said Lot No. 123 is the same as the east 37 feet of Lot No. 123 and the west 13 feet of Lot No. 124 on the original plan of record in Book 332, page 12, said Register's Office.

Said Lots Nos. 124 and 125 on said Revised Plan of part of University Place each front 50 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Said westerly 20 feet of Lot No. 126 on said Revised Plan fronts 20 feet more or less on the northerly side of Blakemore Avenue and runs back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. Ray, and wife, Kathleen W. Ray, by deed from A. F. Kuhlman, and wife, Virgina Wood Kuhlman, or record in Book 6356, page 899, said Register's Office.

TRACT V:

Land in Davidson County, Tennessee, being Lot No. 122 and the westerly one-half of Lot No. 123 on the Revised Plan of part of University Place, of record in Book 332, page 145, Register's Office for said County. Said Lot No. 122 and part of Lot No 123 front together 75 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Oakley S. and Kathleen W. Ray, by deed from D. Martin Watterson, unmarried, of record in Book 6406, page 869, said Register's Office.

TRACT VI:

Land in Davidson County, Tennessee, being Lot No. 121 and the easterly 5 feet of Lot No. 120 on the Revised Plan of part of University Place, being a resubdivision of the land formerly owned by American Baptist Home Mission Society, of record in Book 332, page 145, Register's Office for said County. Said Lot and part of lot adjoin and front together 57 feet on the northerly side of Blakemore Avenue and run back between parallel lines 140 feet to an alley.

Being the same property conveyed to Kathleen W. and Oakley S. Ray by deed from Charles A. Howell, IV, and wife, Margaret G. Howell, of record in Book 6350, page 829, said Register's Office.

TRACTS I THROUGH VI being the same property conveyed to Blakemore Associates, a Tennessee general partnership, by Warranty Deed from Oakley S. Ray and wife, Kathleen W. Ray, of record in Book 7040, page 900, Register's Office for Davidson County, Tennessee.

TOGETHER WITH ALL RIGHT, TITLE, AND INTEREST of Oakley S. Ray and wife, Kathleen W. Ray, and of their successors in title and interest with respect to all or any part of the above-described property, in and to all heretofore vacated alleys and streets abutting the property, including without limitation that portion of Blakemore Avenue, generally lying adjacent to the south of the above-described property, that was closed, vacated and abandoned pursuant to Metro Ordinance No. 089-668, as amended by Metro

Ordinance No. 089-1049, and as further amended by Metro Ordinance No. 090-1117, and in and to all easements, rights, and appurtenances appurtenant to the property.

The property described above is a portion of the property described in and shown on the Blakemore Associates Revision Final Plat - General Commercial P.U.D. and Re-Subdivision of Lot No. 129 of the Re-Subdivision of University Place, of record in Plat Book 8250, page 20, Register's Office for Davidson County, Tennessee.

The records of the Register's Office for Davidson County, Tennessee, reflect that (1) record title to a portion of the above-described real property is currently owned by Blakemore Associates, a Tennessee general partnership, pursuant to deed of record in Book 8358, page 602, said Register's Office, (2) record title to a portion of the above-described real property is currently owned by Bailey G. Heflin, Jr., pursuant to deed of record in Book 8358, page 608, said Register's Office, and (3) a record leasehold interest in a portion of the above-described real property is currently held by The Village Gardener, Inc., a Tennessee corporation, pursuant to Lease Agreement of record in Book 8358, page 618, said Register's Office.

4. The date, time, place and terms of the sale of the property are as follows:

(a) Date: Thursday, September 24, 1992.

(b) Time: 10:30 o'clock a.m.

(c) Place: Front (South) door of the Davidson County Courthouse in Nashville, Tennessee.

(d) Terms of Sale: Sale to the highest bidder for cash, free from all right of homestead exemption in and equitable redemption of the subject property, the Tennessee statutory right of redemption, and all right of dower, courtesy, and statutory or elective rights in the subject property, subject, however, to the following: (1) any and all liens against said property for unpaid property taxes; (2) any applicable right of redemption by the State of Tennessee by virtue of Notice of State Tax Lien, of record in Book 8505, page 932, Register's Office for Davidson County, Tennessee; (3) any applicable right of redemption by the State of Tennessee by virtue of Notice of State Tax Lien, of record in Book 8640, page 352, Register's Office for Davidson County, Tennessee; and (4) any and all other prior liens, claims, encumbrances, easements, restrictions and matters against or affecting the subject property.

5. The approximate amount of the principal indebtedness, including interest, secured by the Deed of Trust is $706,999.98 as of this date.

All attorney fees, disbursements for payment of 1990 property taxes (in the total amount of $28,345.67), sale advertising expenses, and other costs of the foreclosure sale will also be charged against the sale proceeds.

6. This sale is made pursuant to the Deed of Trust referenced and described above, of record in Book 6411, page 770, Register's Office for Davidson County, Tennessee, as amended by instruments of record in Book 6701, page 209, Book 7041, page 716, and Book 7257, page 294, said Register's Office, and as assigned to Roy Conway Flowers by instrument of record in Book 7894, page 895, said Register's Office, copies of which documents are enclosed.

A duplicate of this notice is also enclosed. Please indicate the date and time received on the duplicate and return it to the undersigned to acknowledge your receipt of this notice.

Very truly yours,

GULLETT, SANFORD, ROBINSON & MARTIN

Justin T. Milam

JTM:sl
Enclosures

EXHIBIT C

BOOK 8737 PAGE 254

STATE OF TENNESSEE
DEPARTMENT OF REVENUE
ANDREW JACKSON STATE OFFICE BUILDING
NASHVILLE, TENNESSEE 37242

September 14, 1992

Mr. Justin T. Milam
Law Offices
Gullett, Sanford, Robinson & Martin
Third Floor, Metropolitan Federal Building
230 Fourth Avenue North
Post Office Box 2757
Nashville, Tennessee 37219-0757

Re: Foreclosure Sale of Property Owned by
The Village Gardener and Bailey Heflin
Account number: 2-621414959-000-3

Dear Mr. Milam,

This is in reference to your letter dated August 28, 1992 concerning a foreclosure sale of property owned by The Village Gardener and Bailey Heflin.

Your letter does comply with the provisions of T.C.A. 67-1-1401 et. seq., but if the sale produces more than the amount needed to satisfy the cost of sale, the indebtedness indicated in your letter, and any other superior liens, the amount of taxes, penalties, and interest due the Department of Revenue must be remitted to the State of Tennessee. The amount of taxes, penalties and interest due as of October 20, 1992 is $91,119.68.

After the sale, please furnish me with an accounting of the sale (a closing statement), and I will release the State's tax lien on the property sold.

I trust that this has answered your letter, but if not, please let me know.

Sincerely,

John S. Peeler, Director
Tax Enforcement Division

Wilbur E. Hooks
Administrative Assistant
Special Procedures Section

JSP:WEH:rcw

xc: Bob Tyree, Revenue Enforcement Supervisor, Nashville Region

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8737 PAGE 255

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
745737.08
CON TX 2759.09
PRFEE 1.00
WDEED 48.00
TOTAL 2808.09
CHECK 2808.09

09/24/92 01 11:12 0001 9645

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

48429

IDENTIFICATION REFERENCE

Sep 24 11 11 AM '92

DAVIDSON COUNTY, TN

No. 573255