SUCCESSOR TRUSTEE'S DEED AND QUITCLAIM BILL OF SALE

Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
Nashville Mini-Storage, L.P. c/o Storage Concepts, Inc. Attn: Anna Teresa Patton, President 3100 West End Ave. Suite 385 Nashville, Tennessee 37203	NEW OWNER	42-12-069, 42-12-070 42-12-070.01 Tract 1; 133-10-031 TRACT 2; 43-09-010 TRACT 3; & 133-05-085 TRACT 4

This instrument prepared by: Boult, Cummings, Conners & Berry (JEM)
P.O. Box 198062, Nashville, Tennessee 37219

WHEREAS, Edmund G. Bruchet and wife, Mary H. Bruchet, by that Deed of Trust, Assignment of Leases and Security Agreement (the "Deed of Trust") dated January 8, 1987, transferred and conveyed to John B. Hardcastle, Trustee, the real property described in Exhibit A hereto (the "Property"), the Deed of Trust being of record in Book 7102, page 487, Register's Office for Davidson County, Tennessee, and the Deed of Trust having been amended by that Assumption Agreement (Without Release) dated December 16, 1988, among Edmund G. Bruchet and wife, Mary H. Bruchet, National Stor-All, Inc. and Dominion Bank of Middle Tennessee (as corporate successor to Nashville City Bank and Trust Co.), as of record in Book 7731, page 723, said Register's Office; and

WHEREAS, John E. Murdock, III, has been appointed Successor Trustee (the "Successor Trustee") by the lawful owner and holder of the indebtedness secured by the Deed of Trust (said Appointment of Successor Trustee being of record in Book 8772, page 724, said Register's Office); and

WHEREAS, the indebtedness secured by the Deed of Trust has become overdue and unpaid, and the lawful holder and owner of said debt has called upon the Successor Trustee to foreclose the Deed of Trust; and

WHEREAS, the Successor Trustee, after due advertisement as required by law and as required by the terms of the Deed of Trust, offered the Property for sale to the highest bidder for cash, at public outcry, at twelve twenty (12:20 p.m.), November 30, 1992, at the Davidson County Courthouse, Nashville, Tennessee when and where Nashville Mini-Storage, L.P., a Tennessee limited partnership (the "Grantee"), became the last and highest bidder for cash at the price of Two Million Five Hundred Thousand and No/100 Dollars ($2,500,000.00).

NOW, THEREFORE, in his capacity as Successor Trustee, and not otherwise, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of which are acknowledged, the Successor Trustee hereby conveys the Property to the Grantee and the Grantee's successors and assigns.

TO HAVE AND TO HOLD the Property 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 State of Tennessee claims a lien against the Property pursuant to T.C.A. §67-1-1403 as set forth in that Notice of State Tax Lien of record in Book 8416, page 652, Register's Office for Davidson County, Tennessee. The notice required by T.C.A. §67-1-1433(b)(1) has been timely given in order for the Property not to be subject to such lien or claim of lien. A copy of the notice provided to the State of Tennessee and the response is attached hereto as Exhibit B. The Property is subject to the right of the State of Tennessee to redeem the Property as more fully set forth in T.C.A. §67-1-1433(c)(1).

The Successor Trustee, in his capacity as such and not otherwise, hereby further conveys to the Grantee the following described personal property 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:

> All of the rights of National Stor-All, Inc., if any, in personal property located on or related to the Property including, but not limited to, all equipment, inventory, accounts, general intangibles, rents, instruments, documents, chattel paper and fixtures, licenses, and all products and proceeds thereof (all as defined in the Uniform Commercial Code as adopted in Tennessee), and all records pertaining thereto and all leases, warranties and other rights pertaining thereto.

The Property and personal property described above are collectively referred to herein as the "Premises."

The Successor Trustee, in his capacity as such and not otherwise, warrants the title to the Premises to the Grantee and Grantee's successors and assigns, only against the lawful claims of all persons claiming by, through or under him. The Premises are sold "as is" and the Successor Trustee does not make any warranty as to the quality or quantity thereof. WITHOUT LIMITING THE FOREGOING, ANY IMPLIED WARRANTY OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE IS HEREBY DISCLAIMED.

The Premises are sold subject to the encumbrances listed on Exhibit A hereto and any and all other prior restrictions, encumbrances, or liens of any nature including without limitation the right(s) of redemption of any taxing authority.

Words used herein indicating number or gender shall be read as context may require.

Dated this 30th day of November, 1992.

John E. Murdock III, Successor Trustee

John E. Murdock, III, as Successor Trustee, and not otherwise

STATE OF DAVIDSON

COUNTY OF TENNESSEE

Personally appeared before me, James D. Hughey a Notary Public in and for said County and State, the within named John E. Murdock, III, Successor Trustee, the bargainor, with whom I am personally acquainted (or to me proved on the basis of satisfactory evidence), and who acknowledged that he executed the foregoing instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 30th day of November, 1992.

James D. Hughey
Notary Public

My Commission Expires: 5-28-95

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $2,500,000.00.

Anna Teresa Pattos
AFFIANT

Subscribed and sworn to before me this 30th day of November, 1992.

James D. Hughey
Notary Public

My Commission Expires: 5-28-95

WP/JDHSTDNMS

Tract No. 1:

A tract of land in the Second Civil District of Metropolitan Nashville-Davidson County, Tennessee more particularly described as follows:

Beginning at an iron pin set at the intersection of the south right-of-way line of Williams Avenue and the east right-of-way line of the L & N Railroad; thence.

1. With the south right-of-way line of Williams Avenue, S 79° 51' 13" E 275.39 feet to an existing railroad spike; thence,

2. With the west boundary line of the property of Charles Z. Taylor as recorded in deed Book 5285, page 944, R.O.D.C., Tennessee, S 17° 41' 02" W 300.00 feet to an existing railroad spike; thence,

3. With the north boundary line of the property of Capital Tool and Die Company, Inc. as recorded in Deed Book 5362, page 465, R.O.D.C., Tennessee, N 79° 51' 13" W 272.00 feet to an existing angle iron; thence,

4. With the east right-of-way line of the CSX Transportation Railroad, N 17° 02' 27" E 299.57 feet to the point of beginning and containing 81,399 square feet or 1.869 acres, more or less.

Being the property conveyed by deeds of record in Book 6997, page 498, Deed Book 6999, page 764, and Book 7731, page 695, R.O.D.C., Tennessee.

Tract No. 2:

A tract of land in the First Civil District of Metropolitan Nashville Davidson County, Tennessee shown as Lot 1 on the resubdivision of lots 31 and 32 on Section Seven of Allied Industrial Park as recorded in Book 6050, Page 196, R.O.D.C., Tennessee and being more fully described as follows:

Beginning at an existing iron pin on the north right-of-way line of McNally Drive, a 60' road, that is 467.67' east of the east end of the northeast return curve at the intersection of McNally Drive and Keystone Avenue and proceeding as follows:

1. With the line between lots 33 and 32 the same being the west line of lot 1 of Allied Industrial Park as recorded in book 6050, page 196, R.O.D.C., Tennessee N 2° 46' 23" E 244.67' to an existing iron pin; thence,

2. With the north line of Lot 1 and the south line of lots 20, 21 and 22 S 87° 03' 04" E 180.00 to an existing iron pin; thence,

3. With the east line of Lot 1, the common line of lots 31 and 30 S 2° 46' 23" W 243.73' to an existing iron pin on the north right-of-way line of McNally Drive; thence,

4. With said line N 87° 21' 00" W 180.00' to the point of beginning and containing 43,956 square feet or 1.01 acres.

Being the property conveyed by deeds of record in Book 6127, page 784, and Book 7802, page 369, R.O.D.C., Tennessee.

Tract No. 3:

Land in the Second Civil District, Metropolitan Nashville, Davidson County, Tennessee, being Parcel 10 on Tax Map 43-9 and being more particularly described as follows:

Beginning at an iron pin found in the westerly right-of-way line of an alley 25 feet wide at the northeast corner of that parcel of land conveyed to Alman L. Johnson and Floy F. Johnson of record in Book 5763, page 603, R.O.D.C., Tennessee; thence,

1. With the north line of said conveyance, N 78° 20' 24" W passing an iron pin found at 271.92 feet, a total distance of 401.74 feet to an iron pin set; thence,

2. With the east lines of those parcels conveyed to Capital Tool and Die Company of record in Book 4882, page 171, and Book 5362, page 465, R.O.D.C., Tennessee, N 17° 42' 12" E, passing a railroad spike found at 326.90 feet and continuing with the east line of that parcel conveyed to Edmund C. Bruchet, et ux in Book 6999, page 764, R.O.D.C., Tennessee, a total distance of 626.91 feet to a railroad spike set in the southerly right-of-way line of Williams Avenue (50 feet wide); thence,

3. With said southerly right-of-way line, S 80° 59' 00" E 232.91 feet to a railroad spike set at the beginning of a return curve to the aforesaid alley, 25 feet wide; thence,

4. 28.77 feet along the arc of said return curve to the right, said curve having a central angle of 82° 25 03", a radius of 20.00 feet, and a chord bearing and distance of S 39° 46' 28" E 26.35 feet to a railroad spike set; thence,

5. With the westerly right-of-way line of said alley, S 01° 26' 03" W 234.18 feet to an iron pin found; thence,

6. With said right-of-way line, S 01° 16' 42" W 58.11 feet to an iron pin set; thence,

7. With said right-of-way line, S 06° 23' 39" W 331.53 feet to the point of beginning and containing 209,527 square feet or 4.810 acres of land.

Being the property conveyed by deeds of record in Book 6014, page 142, and Book 7731, page 695, R.O.D.C., Tennessee.

Tract No. 4:

A tract of land in the First Civil District of Metropolitan Nashville-Davidson County, Tennessee lying north of McNally Drive and west of Keystone Avenue and being lot 14E of Section 5 Allied Industrial Park as recorded in Book 4595, Page 106, R.O.D.C., Tennessee and being more fully described as follows:

Beginning at a concrete monument on the north right-of-way line of McNally Drive at the west end of the northwest return curve at the intersection of McNally Drive and Keystone Avenue and proceeding as follows:

1. With the north right-of-way line of McNally Drive N 87° 22' 57" W 300.98' to an existing iron pin; thence,

2. Leaving McNally Drive N 2° 39' 00" E 340.83' to an existing iron pin; thence,

3. S 87° 24' 04" E 334.61' to an existing iron pin on the west right-of-way line of Keystone Avenue; thence,

4. With the west right-of-way line of Keystone Avenue S 4° 12' 36" W 316.78' to an existing concrete monument; thence,

5. With a 25' radius curve to the right a distance of 38.58' to the point of beginning, said curve has a chord bearing and distance of S 48° 24' 50" W 34.861'.

The above described tract contains 112,355 sq. ft. or 2.579 acres more or less.

BEING the property conveyed by Deeds of record in Book 5398, page 968, and Book 6014, page 142, and Book 7731, page 695, Register's Office for Davidson County, Tennessee.

Encumbrances

1. Taxes for 1992, due, a lien but not yet delinquent as to Tracts 2,3 and 4.

2. Restrictions on the plat of record in Book 6050, page 196 said Register's Office for Davidson County, Tennessee. (Tract 2).

3. Easements and Building setbacks as shown on the plat of record in Book 6050, page 196, said Register's Office for Davidson County, Tennessee. (Tract 2).

4. Survey No. 85-106 prepared by Ragan-Smith-Murphy & Associates, Inc. dated December 9, 1986 indicate power and telephone poles and lines, retaining wall and concrete swale along the west property line and mislocated fence on the north and south. (Tract 2).

5. Restrictions as shown on the plat of record in Book 4594, page 106. (Tract 4).

6. Easements and Building setbacks as shown on the plat of record in Book 4595, page 106, said Register's Office for Davidson County, Tennessee. (Tract 4).

7. Survey No. 86-187 prepared by Ragan-Smith-Murphy & Associates, Inc. dated December 17, 1986, indicates that the three (3) foot retaining walls are within the 15 foot minimum setback line, the building at the southeast corner encroaches within the minimum setback area, utility lines and poles and anchors and a 30 inch CMP. (Tract 4).

8. Easement over the south 20 feet of Tract 3 as shown in Book 3375, page 398, said Register's Office for Davidson County, Tennessee. (Tract 3)

9. Survey No. 79-075 dated December 12, 1986 prepared by Ragan-Smith-Murphy & Associates, Inc. indicates the following: Utility lines and poles and a mislocated fence. (Tract 3).

10. Easement for water in Book 350, page 168. (Tracts 1 and 3).

11. Easement granted to the Tennessee Electric Power Company in Book 986, page 329, said Register's Office for Davidson County, Tennessee. (Tracts 1 and 3).

12. 20 foot ingress and egress easements of record in Book 3072, page 275 and Book 3075, page 577, said Register's Office for Davidson County, Tennessee. (Tract 1).

13. Survey No. 86-123 dated December 12, 1986 prepared by Ragan-Smith-Murphy & Associates, Inc. indicates utility lines and poles and a mislocated fence. (Tract 1).

16. Possible redemptive rights of the State of Tennessee by reason of tax lien of record in Book 8416, page 652, said Register's Office.

WP:JDHEXANMS

EXHIBIT B

BOOK 8798 PAGE 655

LAW OFFICES

BOULT, CUMMINGS, CONNERS & BERRY

222 THIRD AVENUE NORTH

P. O. BOX 198062

NASHVILLE, TENNESSEE 37219

TELEPHONE (615) 244-2582

TELECOPIER (615) 252-2380
TELEX 852980

WRITER'S DIRECT DIAL NUMBER

(615) 252-2328

November 4, 1992

REBER BOULT
JOHN T. CONNERS, JR.
JAMES I. VANCE BERRY
ROBERT PAIGE THOMAS
DAVIS H. CARR
LEW CONNER
THOMAS B. CLARK
MICHEL G. KAPLAN
LARRY T. THRAILKILL
J. GREER CUMMINGS, JR.
E. BERRY HOLT III
RICHARD F. WARREN, JR.
KENNETH H. KING, JR.
JOE M. GOODMAN
PETER H. CURRY
ROBERT S. PATTERSON
JOSEPH W. GIBBS
J. THOMAS TRENT, JR.
PATRICK L. ALEXANDER
JOHN W. TITUS
DANIEL R. LOFTUS
CHRISTOPHER HARRIS
GORDON EARLE NICHOLS
JOHN A. DAY
SAMUEL D. LIPSHIE
JOHN E. MURDOCK III
MICHAEL D. BRENT
CHARLES W. McELROY
WILLIAM D. LEADER, JR.
PAUL A. ALEXIS
ANDREA C. BARACH
WILLIAM L. NORTON III
A. J. SHARENBERGER III
ROBERT E. WOOD
STEVEN L. GILL
MICHAEL J. HARBERS
STEVEN K. WOOD
GAIL G. GREENFIELD
DAVID K. TAYLOR
PATRICIA HEAD MOSKAL
DANIEL P. SMITH
MATTHEW C. LONERGAN
THOMAS LEWIS NELSON
CHARLES S. SANGER
JEFFREY S. BIVINS
EUGENE N. BULSO, JR.
ANN PELDO CARGILE
JOHN R. HAYNES
ERNEST B. WILLIAMS IV
PHILIP N. JETT
ROGER G. JONES
KIM A. McMILLAN
L. MARK DYER
CHARLOTTE U. FLEMING
J. B. HARDCASTLE, JR.
LYNN E. MILLER
DEBORAH K. HAYES
JAMES W. ELROD
ROGER G. SISSON
THOR Y. URNESS
CHRISTOPHER D. CLARK
SCOTT K. HAYNES
CASEY F. WILSON
CATHERINE MARKS
JOHN M. SCANNAPIECO
BRADLEY C. SKIDMORE
STEPHEN F. PELUSO
CHRISTY L. COLE
GEORGE H. NOLAN
KEVIN T. SOMMERS
BRIDGETT A. WOHLPART
CARLA G. FOX

JOSEPH G. CUMMINGS
(1917-1988)

Director, Tax Enforcement Division
Tennessee Department of Revenue
1320 Andrew Jackson Building
P. O. Box 198333
Nashville, Tennessee 37219

Re: **National Store-All, Inc./Lien I.D. 91218004**

Ladies and Gentlemen:

We represent Dominion Bank of Middle Tennessee, and are writing to advise you that, upon instructions from our client, we will commence foreclosure proceedings immediately on the property described in the exhibit attached hereto.

1. NAME AND ADDRESS OF PERSON SUBMITTING NOTICE:

Deborah K. Hayes
Boult, Cummings, Conners & Berry
222 Third Avenue North
Nashville, Tennessee 37201

Telephone: (615) 252-2328

2. NOTICE OF TAX LIEN: A copy of the tax lien of record in Book 8416, page 652, Register's Office for Davidson County, Tennessee, is attached containing the name and address of taxpayer, and date and place notice of lien was filed.

3. DESCRIPTION AND LOCATION OF PROPERTY: The property subject to foreclosure is described in the notices of foreclosure sale enclosed herewith. The property is located in Davidson County, Tennessee.

4. SALE DATE, TIME, PLACE AND TERMS: The property will be sold by public sale on the 30th day of November, 1992, at 12:00 p.m. and 12:20 p.m. at the Davidson County Courthouse, to the highest bidder for cash.

5. DESCRIPTION OF DEBT AND SALE EXPENSES: As of November 4, 1992, the approximate amount of the obligation secured by the Deeds of Trust being foreclosed upon, including interest, is $5,455,517.55. The per diem rate of interest for every day after this date is $1,121.75. The foreclosure expenses, including advertising expenses and legal expenses chargeable against the sale proceeds, are estimated to be approximately $25,000.00.

Please acknowledge the enclosed copy of this notice and return with our messenger.

If you require any additional information with respect to this matter, please advise.

Very truly yours,

BOULT, CUMMINGS, CONNERS & BERRY

By: Deborah K. Hayes

wp/jdhltrir

cc: Frank E. Proffitt
John E. Murdock III

EXHIBIT B

BOOK 8798 PAGE 657

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

November 17, 1992

Ms. Deborah K. Hayes
Boult, Cummings, Conners & Berry
P.O. Box 198062
Nashville, Tennessee 37219

Re: Foreclosure Sale of Property Owned by
National Store-All, Inc.
Account number: 2-621376349-000-0

Dear Mr. Hayes,

This is in reference to your letter dated November 4, 1992 concerning a foreclosure sale of property owned by National Store-All, Inc.

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 December 30, 1992 is $37,551.98.

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.

6868.2.

IDENTIFI REFERENCE
NOV 30 2 21 PM '92
DAVIDSON COUNTY, TN

Sincerely,

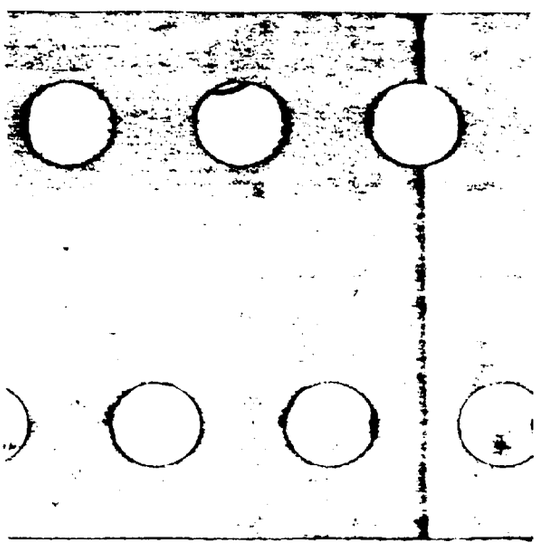
John S. Peeler, Director
Tax Enforcement Division

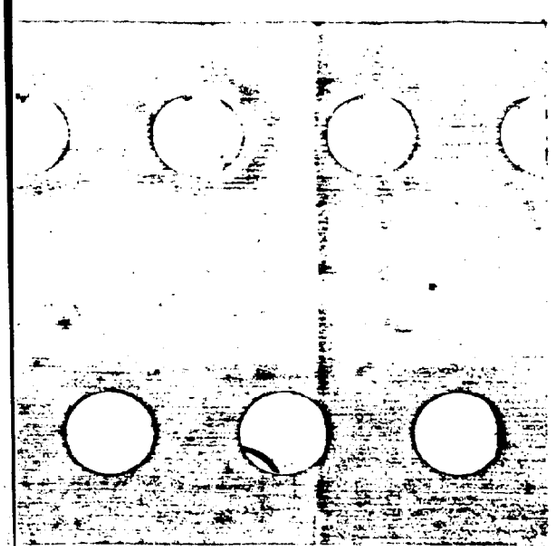
Wilbur E. Hooks
Administrative Assistant
Special Procedures Section

1604 11/30 0101 03CHECK 9299.00

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 8798 PAGE 658

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 2500000.00
				CON TX 9250.00
				PRFEE 1.00
				WDEED 48.00
				TOTAL 9299.00
				CHECK 9299.00
11/30/92	01			14:19 0001 1604

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

68682

IDENTIFICATION REFERENCE

NOV 30 2 21 PM '92

DAVIDSON COUNTY, TN

No. 595315