Prepared By:
William E. Long, Jr.
Walt Dyer & James
One Burton Hills Blvd., Suite 130
Nashville, TN 37215

Dec 31 12 23 PM '92
DAVIDSON COUNTY, TN
IDENTIFICATION REFERENCE
7.8.5.3.5.

SUCCESSOR TRUSTEE'S DEED

WHEREAS, on the 27th day of July, 1987, B W Professional Building, LTD., executed a certain Deed of Trust, Assignment of Rents and Security Agreement (the "Deed of Trust") to Glenn L. Lawrence, Trustee for the benefit of Metropolitan Federal Savings and Loan Association, ("Old Met Fed") for the purpose of securing the debts and obligations therein described, which Deed of Trust is of record in Book 7307, Page 804, in the Register's Office of Davidson County, Tennessee; and

WHEREAS, prior to April 19, 1991, Old Met Fed changed its name from "Metropolitan Federal Savings and Loan Association" to "Metropolitan Federal Bank, A Federal Savings Bank"; and

WHEREAS, effective April 19, 1991, the Director of the Office of Thrift Supervision ("OTS"), by OTS Order No. 91-213, duly appointed the Resolution Trust Corporation ("RTC") to serve as sole receiver for Old Met Fed; and

WHEREAS, effective April 19, 1991, and in accordance with OTS Order No. 91-213, the RTC organized a new federal mutual savings association known as Metropolitan Federal Savings and Loan Association, F.A., Nashville, Tennessee ("New Met Fed"); and

WHEREAS, effective April 19, 1991, by a certain Purchase and Assumption Agreement between the RTC as Receiver for Old Met Fed and New Met Fed, certain assets, including the Deed of Trust, along with the debts and obligations secured thereby, were transferred to New Met Fed; and

WHEREAS, effective April 19, 1991, the OTS appointed the RTC as Conservator for New Met Fed by OTS Order No. 91-213; and

WHEREAS, effective March 27, 1992, the OTS, by OTS Order No. CIN-92-102, replaced the RTC as Conservator for New Met Fed with the RTC as Receiver for New Met Fed; and

WHEREAS, as a result of the execution of the above-referenced Purchase and Assumption Agreement and the subsequent actions taken by the OTS, the RTC as Receiver for

New Met Fed succeeded to all right, title and interest in the Deed of Trust, along with the debts and obligations secured thereby, pursuant to 12 U.S.C. §1821(d)(2), as incorporated by reference into 12 U.S.C. §1441a(b)(4); and

WHEREAS, the RTC as Receiver for New Met Fed is the owner and holder of the Deed of Trust, along with the debts and obligations secured thereby; and

WHEREAS, the above named trustee has been replaced by James A. Waechter, III, Kenneth M. Ballew and William E. Long, Jr., as Successor Trustees, by instrument of record in Book 8724, Page 443, in said Register's Office, any one of whom, is empowered to serve with all the title, powers, and duties of the original Trustee named in said Deed of Trust described above; and

WHEREAS, default having been made in the payment of the debts and the performance of the debts and obligations secured by the Deed of Trust, the RTC as Receiver for New Met Fed as the owner and holder thereof, requested the undersigned to advertise and sell the property conveyed by the Deed of Trust according to the terms of the Deed of Trust; and

WHEREAS, in accordance with the request of the RTC as Receiver for New Met Fed, the undersigned did, in compliance with the provisions of the Deed of Trust, advertise for sale the property conveyed by the same, the advertisement for sale having been published in *The Nashville Record*, a daily newspaper published in Nashville, Davidson County, Tennessee, December 10, 17 & 24, 1992, issues of said newspaper, said sale having been advertised for Thursday, December 31, 1992 at twelve o'clock noon at the front door of the Davidson County Courthouse in Nashville, Davidson County, Tennessee, at which time and place said property was offered for sale and sold to the highest and best bidder for cash; and

WHEREAS, the highest and best bid at the sale was then and there made by the Resolution Trust Corporation as Receiver for Metropolitan Federal Savings and Loan Association, F.A., to wit; a bid of Four Hundred Thousand, Six Hundred Sixty-Four Dollars and Fifteen Cents ($400,664.15) for said property, which bid was then and there accepted by the undersigned as Successor Trustee.

NOW, THEREFORE, in consideration of the premises and the compliance with the terms of said bid, receipt of which is hereby acknowledged, and which amount less the expenses of said sale, has been applied toward the payment of the debts and obligations secured

by the Deed of Trust, the undersigned, hereby bargains, sells, conveys, and confirms unto the said Resolution Trust Corporation as Receiver for Metropolitan Federal Savings and Loan Association, F.A., the following property situated and located in Nashville, Davidson County, State of Tennessee, to-wit:

> TRACT I: Land in Davidson County, Tennessee, being a part of the W.W. Moran 215 Acre tract of land lying in 2nd Civil District of said County and more particularly described as follows:
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> BEGINNING at a corner on the westerly margin of Murfreesboro Road about one-half mile south of UNA, TN, said corner being the southeast corner of the old Moran tract and the northeast corner of a 10 acre tract belonging to Rader; thence north 85 degrees 15 minutes west along the Seiner and Moran Line 155.0 feet to a stake in said line; thence north 34 degrees 30 minutes west 30 feet to a stake; thence north 61 degrees east 125 feet to a stake in the westerly margin of said Murfreesboro Road; thence south 29 degrees 30 minutes east along the westerly margin of said Murfreesboro Road 125 feet to the beginning.
>
> BEING the same property conveyed to B W Professional Building, Ltd. by deed from Marion Thurman and wife, Eva M. Thurman as of record in Book 7307, Page 798, Register's Office for Davidson County, Tennessee.
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> TRACT II: BEING Lot 4 on the plan of British Woods, Section 2, of record in Plat Book 6200, Page 141, Register's Office for Davidson County, Tennessee, to which reference is hereby made for a more complete and accurate description.
>
> BEING the same property conveyed to B W Professional Building, Ltd., by deed from Marion Thurman and wife, Eva M. Thurman as of record in Book 7307, Page 801, Register's Office for Davidson County, Tennessee.

TO HAVE AND TO HOLD, unto the said Resolution Trust Corporation as Receiver for Metropolitan Federal Savings and Loan Association, F.A., its heirs and assigns, in fee simple forever.

The undersigned hereby warrants the title to the above described property against the lawful claims of all persons claiming the same by, through or under the undersigned, but not further or otherwise. The conveyance of the aforesaid property is subject to unpaid property taxes, assessments, subdivision restrictions, superior building liens, if any, and easements of record in the Davidson County Register's Office.

IN WITNESS WHEREOF, William E. Long, Jr., as Successor Trustee has hereunto set his hand this the 31st day of December, 1992.

WILLIAM E. LONG, JR.
SUCCESSOR TRUSTEE

STATE OF TENNESSEE
COUNTY OF DAVIDSON

7106 12/31 0101 01CASH 16.00

On this 31st day of December, 1992, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared William E. Long, Jr., to me known to be the person(s) described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed as Successor Trustee.

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

NOTARY PUBLIC

My Commission Expires: 11-3793

STATE OF TENNESSEE
COUNTY OF DAVIDSON

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information and belief, the actual consideration or this transfer or value of the property transferred, whichever is greater is Four Hundred Thousand, Six Hundred Sixty-Four Dollars and Fifteen Cents ($400,664.15).

AFFIANT

Subscribed and sworn to before me on this 31st day of December, 1992.

NOTARY PUBLIC

My Commission Expires: 11-3793

MAIL TAX NOTICE TO: Resolution Trust Corporation as Receiver for
Metropolitan Federal Savings and Loan Association, F.A.
c/o JCF Partners
4451-H Parliament Place
Lanham, MD 20706