RETURN TO:

Third National Bank
c/o Mr. Steve Smith
444 James Robertson Parkway
Nashville, TN 37219

THIS INSTRUMENT PREPARED BY:

GARY R. THOMPSON, ATTORNEY
Third National Bank in Nashville
P.O. Box 190605, Uptown Station
Nashville, TN 37219-0605

SUCCESSOR TRUSTEE'S DEED

ADDRESS NEW OWNER(S) AND SEND TAX BILLS TO:

Third National Bank
c/o Mr. Steve Smith
444 James Robertson Parkway
Nashville, TN 37219

MAP PARCEL NUMBERS: Map 121-0, Parcel 35

94 JAN -5 PM 4:12
FELIX ... REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE 04583

THIS INSTRUMENT made and entered into this 5th day of January, 1994, by and between Gary R. Thompson, Successor Trustee, and Third National Bank in Nashville, hereinafter referred to as "Grantee".

W I T N E S E T H:

WHEREAS, by deed of trust executed on the 24th day of June, 1988, of record in Book 7583, page 27, Register's Office for Davidson County, Tennessee, Elm Hill Builders, Inc., a Tennessee corporation, conveyed certain real property to Mark E. Morrison, Trustee, for the purpose of securing the indebtedness described therein; and

WHEREAS, the owner and holder of the note evidencing the aforesaid indebtedness, as provided in said deed of trust and by instrument of record in Book 8776, Page 551, Register's Office for Davidson County, Tennessee, appointed Gary R. Thompson, a resident of Davidson County, Tennessee, as Successor Trustee and vested him with all of the rights, powers and privileges of the original Trustee named in said deed of trust; and

WHEREAS, the indebtedness secured by said deed of trust was not paid as agreed, but default was made, and thereupon, at the request of Third National Bank in Nashville, the holder of said indebtedness, the Successor Trustee did commence foreclosure of said property pursuant to the provisions of said deed of trust; and

WHEREAS, on Wednesday, the 5th day of January, 1994, at 12:00 o'clock noon at the south front door of the Metro Courthouse in Nashville, Tennessee, said Successor Trustee offered said real

estate for sale, subject to all restrictions of record, all unpaid taxes and any other prior mortgages and liens of record and free from the statutory right of redemption, homestead, dower, and all other exemptions and martial rights, all of which were expressly waived and conveyed in the aforesaid deed of trust, and after being cried for a reasonable time, the property was sold to the highest bidder, the same being the Grantee, for the sum of $65,000.00 and said sum was in hand paid and then applied by Third National Bank to the outstanding indebtedness, as by said deed of trust directed.

NOW, THEREFORE, this deed further witnesseth:

THAT for and in consideration of the said Grantee's having paid the Successor Trustee the sum of $65,000.00, the receipt of which is hereby acknowledged, the Successor Trustee has this day bargained and sold and does hereby sell, transfer and convey unto the said Grantee, its successors and assigns, forever, the following described real property in Davidson County, Tennessee:

> Land lying in the 2nd, formerly the Third Civil District of Davidson County, Tennessee, and being further described according to a survey by McConnell Engineering dated June 23, 1988, as follows:
>
> Beginning at a point on the southerly margin of Pulley Road, said point being the northwest corner of the Archie Faircloth and wife, Georgia Goodwin Faircloth property as recorded in Book 2157, page 153, RODC., Tennessee, said point being the northeast corner of the property described herein;
>
> Thence, leaving the margin of said Pulley Road with Faircloth's westerly line S 12° 28 minutes 25 seconds W 260.00 feet to a point;
>
> Thence, N 81° 20 minutes 01 second W 79.65 feet to a point;
>
> Thence, S 12° 25 minutes 21 seconds W 45.19 feet to an iron pipe on the northerly line of the Grace Pearl Goodwin Property as recorded in Book 1295, page 228, RODC, Tennessee;
>
> Thence, with Goodwin's line N 80° 57 minutes 57 seconds W. 80.34 feet to a point;
>
> Thence, N 50° 37 minutes 27 seconds W 87.29 feet to a fence post;
>
> Thence, N 12° 29 minutes 43 seconds E 260.28 feet to a point on the aforementioned southerly margin of Pulley Road;
>
> Thence, along said margin S 81° 16 minutes 08 seconds East 238.39 feet to the point of beginning, and containing 1.54 acres.
>
> Being the same property conveyed to Elm Hill Builders, Inc., a Tennessee corporation, by deed from Thomas H.

Dye, Jr., and wife, Shirley Maureen Dye, of record in Book 7583, page 23, said Register's Office.

Included in the above description but expressly excluded therefrom is the property sold to the State of Tennessee of record in Book 8526, Page 242, in said Register's Office.

This is improved property located at 2401 Pulley Road, Nashville, Tennessee.

TO HAVE AND TO HOLD the aforesaid real property and any improvements thereon unto the said Grantee, its successors and assigns, in fee simple, forever, and in bar of all rights of redemption.

AND said Successor Trustee does hereby transfer, assign and set over unto the said Grantee all of the covenants and warranties in the aforesaid deed of trust and does hereby transfer, sell and convey unto said Grantee every right, title and interest which he as Successor Trustee holds by virtue of the said deed of trust and his appointment.

WITNESS the signature of the Successor Trustee on this the 5th day of January, 1994.

Gary R. Thompson
GARY R. THOMPSON
Successor Trustee
P.O. Box 190605, Uptown Station
Nashville, Tennessee 37219
Telephone: 615/748-5946

6427 01/05 0101 03CHECK 285.50

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, Rebecca L. Hargrave, a notary public in and for the aforesaid state and county, the within named Gary R. Thompson, Successor Trustee, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and executed the within instrument for the purposes therein contained.

Witness my hand and affixed seal in Nashville, Davidson County, Tennessee, this 5 day of January, 1994.

Rebecca L. Hargrave
NOTARY PUBLIC

My Commission Expires: 9-27-97

STATE OF TENNESSEE
COUNTY OF DAVIDSON

BOOK 9212 PAGE 143

The actual consideration or value, whichever is greater, for this transfer is $65,000.00.

Affiant

Subscribed and sworn to before me, this the 5th day of Jan., 1994.

NOTARY PUBLIC

My Commission Expires: 9-27-97

A SunTrust Bank

P.O. Box 305110, Nashville, Tennessee 37230-5110

TAX ENFORCEMENT
DIVISION

1993 DEC -3 AM 10: 03

TENNESSEE
DEPARTMENT OF REVENUE

Please Reply to:
P.O. Box 190605
Nashville, Tennessee 37219-0605
Telephone (615) 748-5910
Fax (615) 748-4729

Legal Department
GARY R. THOMPSON
Vice President
and Staff Counsel

December 2, 1993

HAND DELIVERED

BOOK 9212 PAGE 144

Wilbur E. Hooks
Special Procedures Staff
Tennessee Department of Revenue
Andrew Jackson State Office Bldg.
Nashville, TN 37242

RE: Notice of Non-judicial Foreclosure

Dear Mr. Hooks:

Please accept this letter as notice of a non-judicial foreclosure sale of certain real property titled to Elm Hill Builders, Inc. and located at 2401 Pulley Road, Nashville, Tennessee. The property is described in a notice of foreclosure sale, a copy of which is enclosed herewith.

Please note that the sale is scheduled for 12:00 noon on the 5th day of January, 1994 at the south front door of the Davidson County Courthouse in Nashville, Tennessee.

I am also enclosing a copy of the notice of state tax lien dated October 19, 1989, and being of record in Book 7966, page 462, Register's Office for Davidson County, Tennessee. The lien reflects a lien against Elm Hill Builders, Inc. with an address of 1206 Timber Valley Drive, Nashville, Tennessee 37214.

My foreclosure is at the request of Third National Bank which holds a first mortgage deed of trust on the property, that deed of trust being given June 24, 1988 and being of record in Book 7583, page 27, Register's Office for Davidson County, Tennessee. That deed of trust secures a debt in the principal sum of $75,000.00 plus interest and foreclosure expenses.

The Bank seeks to sell the property free and clear of the state tax lien and I am herewith providing to you the required 25 days notice prior to sale. The sale will be advertised in the Nashville Business Journal.

12029303.LTR

I am enclosing a duplicate of this letter and am requesting that you acknowledge the date and time of receipt on the duplicate and return it to me. If you have questions, please feel free to contact me.

Very truly yours,

Gary Thompson

Gary R. Thompson
Attorney for Third National Bank

GRT:ran

Enclosure

cc: Steve Smith
Gil Stinson

12029303.LTR

BOOK 9212 PAGE 146

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

[redacted]
Tax Enforcement Division
[redacted]
615/741-7071

NOTICE OF STATE TAX LIEN

Pursuant to the provisions of T.C.A. 67-1-1401 et seq., a lien exists in favor of the State of Tennessee upon all property and all rights, title and interest in property acquired either prior to or subsequent to the filing of this notice, belonging to the hereinafter named taxpayer.

Notice is hereby given that there have been assessed taxes, penalty, and interest against the said taxpayer, which after demand for payment thereof remain unpaid.

The amount of said taxes, penalty, and interest, either previously accrued or to accrue in the future without payment constitutes the amount of said lien and the precise amount of the lien may be obtained by inquiry of the Tax Enforcement Division.

FOR DEPARTMENT OF REVENUE USE ONLY

Name of Taxpayer	Account Number
ELM HILL BUILDERS INC	2-621126492-000-3
Residence or Place of Business: 1204 TIMBER VALLEY DRIVE NASHVILLE, TN 37214	Previous DLN of Form: 89-3151-01687
County: DAVIDSON	County Code 19
	LIEN I.D. 89292028

Witness my hand at Nashville, Tennessee, on the 19 day of OCTOBER, 19 89.

This instrument was prepared by the Department of Revenue, State of Tennessee.

COMMISSIONER OF REVENUE 0217 10/24 0101 03CHECK 6.00

BY: [redacted]
BUREAU OF [redacted]

FOR REGISTER USE ONLY-PRINT OR STAMP

BOOK NO.	PAGE NO.	DATE	TIME
BOOK 7966 PAGE 462		DEC 2 9 56 AM '89	11197
REGISTER		BY:	

RECEIVED FOR RECORD AND RECORDED IN OFFICIAL RECORDS OF DAVIDSON COUNTY, TN

DOCUMENT PREPARED

RV-1307 (REV. 8-89)

THIRD NATIONAL BANK
A SunTrust Bank

P.O. Box 305110, Nashville, Tennessee 37230-5110

Please Reply to:
P.O. Box 190605
Nashville, Tennessee 37219-0605
Telephone (615) 748-5946
Fax # (615) 748-4228

DEC 0 2 1993

December 2, 1993

Rec'd Jax
Glenn Cagle.
12-2-93

Legal Department
GARY R. THOMPSON
Vice President
and Staff Counsel

HAND DELIVERED

BOOK 9212 PAGE 147

Mr. Glenn Cagle
District Director
Internal Revenue Service
U.S. Courthouse, Room 285
801 Broadway, Stop No. 148
P.O. Box 1107, MDP 1
Nashville, TN 37203

RE: Notice of Non-judicial Foreclosure

Dear Mr. Cagle:

Please accept this letter as notice of a non-judicial foreclosure sale of certain real property titled to Elm Hill Builders, Inc. and located at 2401 Pulley Road in Nashville, Tennessee. The property is described in a notice of foreclosure sale, a copy of which is enclosed herewith.

Please note that the sale is scheduled for 12:00 noon on the 5th day of January, 1994 at the south front door of the Davidson County Courthouse in Nashville, Tennessee.

I am also enclosing a copy of the notice of federal tax lien dated March 27, 1991, being of record in Lien Book 8323, Page 875, in the Register's Office for Davidson County, Tennessee. The lien reflects that Elm Hill Builders, Inc. with an address of 1222 Timber Valley Drive in Nashville owes taxes in the amount of $5,213.25.

My foreclosure is at the request of Third National Bank which holds a first mortgage deed of trust on the property, that deed of trust being given by Elm Hill Builders, Inc. and being of record in Trust Deed Book 7583, page 27, Register's Office for Davidson County, Tennessee. That deed of trust secures a debt in the principal sum of $75,000.00 plus interest and foreclosure expenses.

12029302.LTR

The Bank seeks to sell the property free and clear of the federal tax lien and I am herewith providing to you the required 25 days notice prior to sale. The sale will be advertised in the Nashville Business Journal.

I am enclosing a duplicate of this letter and am requesting that you acknowledge the date and time of receipt on the duplicate and return it to me. If you have questions, please feel free to contact me.

Very truly yours,

Gary R. Thompson

Gary R. Thompson
Attorney for Third National Bank

GRT:ran

Enclosures

cc: Gil Stinson
Steve Smith

12029302.LTR

TO:TNB LEGAL
DEC-01-'93 WED 16:55 ID:THIRD NATIONAL BANK TEL NO:615-748-4601 #388 P08

K 8323

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

Form 668 (Y) (Rev. January 1991)

Department of the Treasury - Internal Revenue Service

Notice of Federal Tax Lien Under Internal Revenue Laws

District	Serial Number
Nashville-	628143824

For Optional Use by Recording Office

BOOK 8323 PAGE 875

APR 1 03 57 PM '91

IDENTIFICATION 04113

As provided by sections 6321, 6322, and 6323 of the Internal Revenue Code, notice is given that taxes (including interest and penalties) have been assessed against the following-named taxpayer. Demand for payment of this liability has been made, but it remains unpaid. Therefore, there is a lien in favor of the United States on all property and rights to property belonging to this taxpayer for the amount of these taxes, and additional penalties, interest, and costs that may accrue.

Name of Taxpayer ELM HILL BUILDERS INC , a Corporation

Residence 1000 TIMBER VALLEY DR
NASHVILLE, TN 37214-4044

IMPORTANT RELEASE INFORMATION: With respect to each assessment listed below, unless notice of lien is refiled by the date given in column (e), this notice shall, on the day following such date, operate as a certificate of release as defined in IRC 6325(a)

Kind of Tax (a)	Tax Period Ended (b)	Identifying Number (c)	Date of Assessment (d)	Last Day for Refiling (e)	Unpaid Balance of Assessment (f)
941	12/31/88	62-1156452	01/30/89	03/01/99	3526.15
941	09/30/88	62-1156452	11/28/88	12/28/98	805.58
941	12/31/88	62-1156452	03/13/89	04/12/99	864.69
941	06/30/89	62-1156452	09/11/89	10/11/99	926.83
				Total	$ 7213.25

Place of Filing
Register of Deeds
Davidson County
Nashville TN 37219

This notice was prepared and signed at Nashville, TN, on this,

the 27th day of March, 1991

Signature
for John [illegible]

Title

(615) 726-5934
62-01-4000

NOTE: Certificate or official authorized by law to take acknowledgments is not essential to the validity of Notice of Federal Tax Lien
Rev. Rul. 71-466, 1971-2 C.B. 429)

Form 668 (Y) (Rev. 1-91)

Part 1 - Kept By Recording Office

Internal Revenue Service

District
Director

Department of the Treasury

801 Broadway MDP 148
Nashville, Tennessee 37203

RECEIVED

DEC 14 1993

BOOK 9212 PAGE 150

Person to Contact:
Mae Caldwell
Telephone Number:
(615) 736-2338
Refer Reply to:
62-1156452
Date:
December 13, 1993

GARY R. THOMPSON
ATTORNEY FOR THIRD NATIONAL BANK
P O BOX 2704, UPTOWN STATION
NASHVILLE TN 37219

Re: Notice of Sale
Taxpayer: ELM HILL BUILDERS, INC.
Property Address 2401 PULLEY ROAD
NASHVILLE, TN

Dear Mr. Thompson:

We received your notice of non-judicial foreclosure concerning the property of the taxpayer identified above. The notice dated December 2, 1994 was filed on time and contains all of the required information.

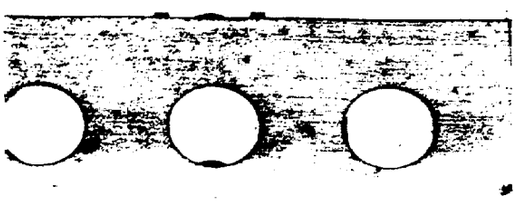
If the property is sold for more than the total due on the foreclosing instrument, plus other liens senior to the Federal tax lien(s) but junior to the foreclosing instrument, the government is entitled to the surplus proceeds. Please send any surplus proceeds to the Internal Revenue Service, 801 Broadway MDP 148, Nashville, Tennesee 37202, ATTENTION Special Procedures Function.

Thank you for your cooperation.

Sincerely,

Chief, Advisory Section
Special Procedures Branch

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN
THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

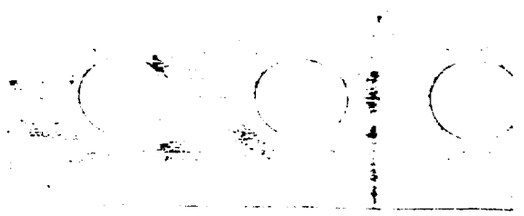


OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

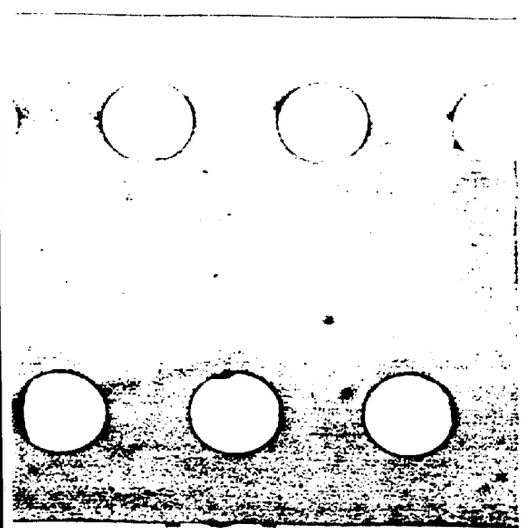
FOR _____

BOOK 9212 PAGE 151



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	65000.00
CON TX	240.50
PRFEE	1.00
WDEED	44.00
TOTAL	285.50
CHECK	285.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

01/05/94 01 16:11 0001 6427

04583
IDENTIF. ↑ REFERENCE

94 JAN -5 PM 4:12

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 742450