FROM: Marc T. McNamee
SUBSTITUTE TRUSTEE

TO: John Beiter, Trustee

Address New Owner as follows:	Send Tax Bills to:	Map-Parcel No.
John Beiter, Trustee 2000 First Union Tower 150 Fourth Avenue, North Nashville, TN 37219	SAME	Map 119-02 Parcel 04

This instrument prepared by: Neal & Harwell, 2000 First Union Tower, 150 Fourth Avenue, North, Nashville, Tennessee 37219

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $24,106.93.

John Beiter, Trustee
Affiant

Subscribed and sworn to before me, this the 7th day of February, 1994.

Teresa M. Ross
Notary Public

My Comm. Expires: July 23, 1994

TERESA M. ROSS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, by deed of trust dated February 12, 1990, of record in Book 8045, page 925, Register's Office for Davidson County, Tennessee, hereinafter referred to as "Deed of Trust", B.P. Investments conveyed to Paul L. White, Trustee, the hereinafter described real estate, hereinafter referred to as "Property", to secure an indebtedness evidenced by a note of even date therewith, which note is fully described in the Deed of Trust, hereinafter referred to as the "Note"; and

WHEREAS, said Deed of Trust having been assigned by Third National Bank in Nashville to John Beiter, Trustee.

WHEREAS, default having occurred in the payment of the Note, and in accordance with the terms of the Note and Deed of Trust, the holder thereof declared the entire indebtedness due and owing; and

WHEREAS, the lawful owner and holder of the indebtedness, by the terms of a certain instrument of record in Book 9195, page 860, Register's Office for Davidson County, Tennessee, appointed Marc T. McNamee, Substitute Trustee, in the place and stead of Paul L. White, Trustee; and

WHEREAS, the owner and holder of the indebtedness directed Marc. T. McNamee, Substitute Trustee, to sell the Property, and in accordance with the terms thereof, and pursuant to said direction, Marc T. McNamee, Substitute Trustee, did advertise the Property for sale as provided in the Deed of Trust and Note, and the Property was advertised to be sold at 12:00 Noon, on Monday, February 7, 1994, at the front door of the Courthouse in Davidson County, Tennessee, at public outcry, to the highest and best bidder for cash, free from the equity of redemption, homestead and dower, and all other exemptions of every kind, all of which are expressly waived in the Deed of Trust, and advertisement of sale was duly published in the Nashville Business Journal, a newspaper

of general circulation in Davidson County, Tennessee, on January 17, 24, 31, 1994; and

WHEREAS, at the time and place of said sale, and upon the Property being offered under the terms hereinabove set forth, John Beiter, Trustee, through his authorized agent, was the highest and best bidder;

NOW, THEREFORE, the undersigned, Marc T. McNamee, Substitute Trustee, pursuant to the bid of John Beiter, Trustee, acknowledges credit of the sum of Twenty Four Thousand One Hundred Six and 93/100 Dollars ($24,106.93) against the indebtedness held by John Beiter, Trustee, which was the highest bid, and for and in consideration of said bid, has bargained and sold, and by these presents does hereby transfer and convey unto John Beiter, Trustee, his successors and assigns, the following described real estate in Davidson County, Tennessee:

Real property located in Davidson County, Tennessee more particularly described as:

Being Lot No. 8 and the easterly 23 feet of Lot No. 7 on the plan showing the subdivision of a 1.73 acre tract in Section "B" on the Plan of John Thoni as of record in Book 974, page 17, Register's Office for said county.

Said Lot No. 8 and the easterly 23 feet of said Lot No. 7 join and front together 73 feet on the northerly side of Glenrose Avenue and Mill Creek Road and run back between parallel lines 150 feet, more or less, to a dead line on the rear which measures 73 feet thereon.

Being the same property conveyed to James L. Mason by FINAL DECREE CONFIRMING SALE IN RE: THE STATE OF TENNESSEE IN ITS OWN BEHALF AND FOR THE USE AND BENEFIT OF THE METROPOLITAN GEVERNMENT OF NASHVILLE AND DAVIDSON COUNTY vs. DELINQUENT TAXPAYERS AS SHOWN ON THE 1989 REAL PROPERTY TAX RECORDS OF THE METROPOLITAN GOVERNMENT OF NASHVILLE AND DAVIDSON COUNTY, B.P. INVESTMENTS, Control Number 1466-7800, Field Book Number 06DA-15796, File Tax Civil Action Number 91-717-I in the Chancery Court for Davidson County, Tennessee, of record in Book 9165, page 632, Register's Office of Davidson County, Tennessee.

This is improved property known as 102 A&B Glenrose Avenue.

Sale is subject to State of Tennessee Department of Revenue Tax Lien number 84118007 of record in Book 6288, page 833 said Register's Office, notice required by T.C.A. § 67-1-1433(b)(1) having been timely given on January 11, 1994, a copy of which is attached hereto as Exhibit A and incorporated herein by reference, and subject to the right of the State of Tennessee to redeem the land as provided for in T.C.A. § 67-1-1433(c)(1).

Sale is subject to United States Tax Lien Number 629217645 of record in Book 8758, page 773, said Register's Office and United States Tax Lien Number 629217646 of record in Book 8758, page 775 said Register's Office, notice required by 26 U.S.C. § 7425(b) having been timely given on January 11, 1994 a copy of which is attached hereto with response as Exhibit B and incorporated herein by reference, and subject to the right of the United States to redeem the land as provided for in 26 U.S.C. § 2425(d)(1).

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to John Beiter, Trustee, his successors and assigns, forever; and Marc T. McNamee, Substitute Trustee, does hereby transfer, assign, and set over unto John Beiter, Trustee, all of his right, title and interest in the said property as Substitute Trustee, but not further or otherwise.

IN WITNESS WHEREOF, the said Marc T. McNamee, Substitute Trustee, has executed this instrument on this the 7th day of February, 1994.

Marc T. McNamee, Substitute Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Marc T. McNamee, Substitute Trustee, the bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged that he executed the within instrument for the purposes therein contained.

Witness my hand and seal, at office in Nashville, Tennessee, this the 7th day of February, 1994.

NOTARY PUBLIC

My Commission Expires: July 23, 1994

TERESA M. POSS NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

c:\wp2\stdeed.msn

EXHIBIT A
NOTICE TO TENNESSEE DEPARTMENT OF REVENUE

BOOK 9244 PAGE 72

NEAL & HARWELL
LAW OFFICES
2000 FIRST UNION TOWER
50 FOURTH AVENUE, NORTH
NASHVILLE, TENNESSEE 37219-2498
TELEPHONE
615 244-1713
TELECOPIER
615 726-0573

January 11, 1994

HAND DELIVERED

Director, Collections Division
Attn: Mr. Wilbur Hooks
Administrative Assistant
Department of Revenue
Andrew Jackson State Office Building
500 Deadrick Street, Room 930
Nashville, Tennessee 37219

RE: Foreclosure Sale
Taxpayer: Bill Pugh

Dear Mr. Hooks:

We represent John Beiter, Trustee and are writing to advise you that upon instructions from our client, we will commence foreclosure proceedings immediately on the property described in the attached foreclosure notice, and the foreclosure sale is scheduled for Tuesday, February 7, 1994.

1. NAME AND ADDRESS OF PERSON SUBMITTING NOTICE: Marc T. McNamee, Neal & Harwell, 2000 One Nashville Place, 150 Fourth Avenue, North, Nashville, Tennessee 37219.

2. NOTICE OF STATE TAX LIEN: A Copy of Notice of State Tax Lien, State of Tennessee, Lien I.D. Number 84118007, of record in Book 6288, page 833, 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. ADDRESS OF REAL PROPERTY: 102 A&B Glenrose Avenue, Nashville, Tennessee. The legal description of said property is contained in the notice of foreclosure sale, which is enclosed herewith. An abstract of title is not available at this time.

4. SALE DATE, TIME, PLACE AND TERMS: The date, time, place and terms of the sale of the property are contained in the enclosed foreclosure sale notice.

5. DESCRIPTION OF DEBT AND SALE EXPENSES: As of December 1, 1993, the approximate amount of the principal obligation secured by the Deed of Trust being foreclosed upon, is $26,106.93. The per diem rate if interest for every day after that is $8.76. The foreclosure expenses including advertising expenses and legal expenses chargeable against the sale proceeds, are estimated to be approximately $2,000.00

6. INSTRUMENT BEING FORECLOSED: The instrument being foreclosed is a deed of trust of record in Book 8045, page 925, Register's Office for Davidson County, Tennessee said deed of trust having been assigned to John Beiter, Trustee. A copy is enclosed.

Please acknowledge receipt of this notice on the enclosed copy of this letter and return it to my attention.

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

PICK-UP

Sincerely,

NEAL & HARWELL

Marc T. McNamee

Enclosure

RECEIVED BY:

DATE 1/11/94

15903
IDENTIF. & REFERENCE

94 FEB -7 PM 4:14
FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN.

EXHIBIT B
NOTICE TO INTERNAL REVENUE SERVICE AND RESPONSE

NEAL & HARWELL
LAW OFFICES
2000 FIRST UNION TOWER
150 FOURTH AVENUE, NORTH
NASHVILLE, TENNESSEE 37219-2498

TELEPHONE
(615) 244-1713

TELECOPIER
(615) 726-0573

JAMES F. NEAL
AUBREY B. HARWELL, JR.
JON D. ROSS
JAMES F. SANDERS
THOMAS H. DUNDON
ROBERT L. SULLIVAN
RONALD G. HARRIS
ALBERT F. MOORE
PHILIP N. ELBERT
JAMES G. THOMAS
WILLIAM T. RAMSEY
JAMES R. KELLEY
MARC T. MCNAMEE
DELTA ANNE DAVIS

PHILIP D. IRWIN
GEORGE H. CATE III
EDMUND L. CAREY, JR.
JOHN A. COATES
PAMELA KING
JOHN C. BEITER
DAVID P. BOHMAN
A. SCOTT ROSS

ANSEL L. DAVIS
OF COUNSEL

January 11, 1994

HAND DELIVERED

BOOK 9244 PAGE 73

District Director of Internal Revenue
P.O. Box 1107
Nashville, Tennessee 37202

Attention: Chief, Special Procedures Staff

Re: BP Investments, Bill Pugh
102 A & B Glenrose Avenue
Nashville, TN

Gentlemen:

We represent John Beiter, Trustee, and we are writing to advise you that upon instructions from our client, we will commence foreclosure proceedings immediately on the property described in the attached foreclosure notice, and the foreclosure sale is scheduled for Monday, February 7, 1994.

Pursuant to section 7425(c) of the Internal Revenue Code with respect to notice of non-judicial sales of property subject to United States liens, we are submitting the following information:

1. NAME AND ADDRESS OF PERSON SUBMITTING NOTICE: Marc T. McNamee, Neal & Harwell, 2000 First Union Tower, 150 Fourth Avenue, North, Nashville, Tennessee 37219.

2. NOTICE OF FEDERAL TAX LIEN: Copy of Notice of Federal Tax Lien, Form 668, of record in Book 8758, page 773, and Book 8758, page 775, Register's Office for Davidson County, Tennessee, attached containing the name of the internal revenue district, name and address of taxpayer, and date and place notice of lien was filed.

3. ADDRESS OF REAL PROPERTY: 102 A & B Glenrose Avenue, Nashville, Tennessee. The legal description of said property is contained in the notice of foreclosure sale, which is enclosed herewith. An abstract of title is not available at this time.

4. SALE DATE, TIME, PLACE AND TERMS: The date, time, place and terms of the sale of the property are contained in the enclosed foreclosure sale notice.

5. DESCRIPTION OF DEBT AND SALE EXPENSES: As of December 1, 1993, the approximate amount of the principal obligation secured by the Deed of Trust being foreclosed upon, is $26,106.93. The per diem rate of interest for every day after that date is $8.76. The foreclosure expenses including advertising expenses and legal expenses chargeable against the sale proceeds, are estimated to be approximately $2,000.00.

6. Please acknowledge receipt of this notice on the enclosed copy of this letter and return it to my attention.

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

Sincerely,

NEAL & HARWELL

Marc T. McNamee

Enclosure

Received By:

Date: 1-11-94

Internal Revenue Service

District
Director

Department of the Treasury

801 Broadway MDP 148
Nashville, Tennessee 37203

RECEIVED
1-21-94

Person to Contact:
Mae Caldwell
Telephone Number:
(615) 736-2338
Refer Reply to:
[redacted]-1120
Date:
January 19, 1994

MARC T. MCNAMEE
C/O NEAL & HARWELL
150 FOURTH AVENUE NORTH
NASHVILLE TN 37219

BOOK 9244 PAGE 74

Re: Notice of Sale
Taxpayer: PUGH, BILL
Property Address 102 A & B GLENROSE AVENUE
NASHVILLE, TN

Dear Mr. McNamee:

We received your notice of non-judicial foreclosure concerning the property of the taxpayer identified above. The notice dated January 11, 1994 was filed on time and contains all of the required information.

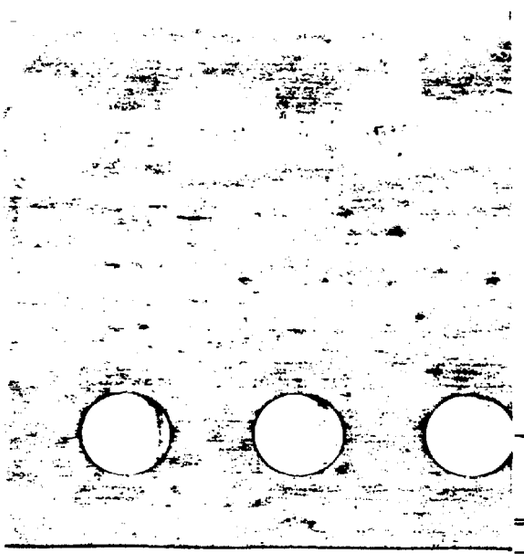
If the property is sold for more than the total due on the foreclosing instrument, plus other liens senior to the Federal tax lien(s) but junior to the foreclosing instrument, the government is entitled to the surplus proceeds. Please send any surplus proceeds to the Internal Revenue Service, 801 Broadway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

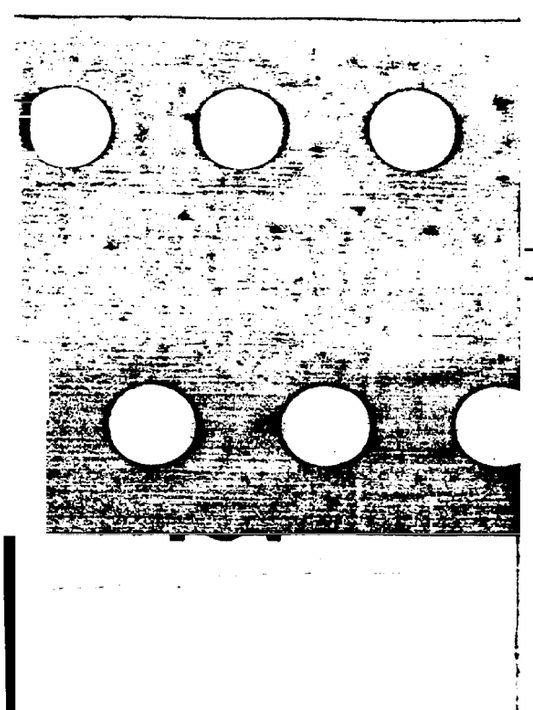
Thank you for your cooperation.

Sincerely,

Chief, Advisory Section
Special Procedures Branch

3552 02/07 0101 03CHECK 114.17





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

RECEIVED OF _____

FOR _____

BOOK 9244 PAGE 75

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 24106.93
				CON TX 89.17
				PRFEE 1.00
				WDEED 24.00
				TOTAL 114.17
				CHECK 114.17
02/07/94	01			16:13 0001 3552

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

15903
IDENTIF. & REFERENCE

94 FEB -7 PM 4:14
FELIX Z. WILSON, II REGISTER
DAVIDSON COUNTY, TN.

No. 754313