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Prepared by:
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Nashville, Tennessee 37219
(615) 244-0030/742-9327

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER IS $300,000

Sworn and subscribed to before me this 3rd day of December, 1993

My Commission Expires: 5-28-95

Notary Public

FROM: Laurence M. Papel, Trustee
TO:

NAME OF BUYER:	SEND TAX BILLS TO:	MAP-PARCEL NO.
R. M. Alpert, Jr. 1631 Lebanon Road Nashville, TN 37210	Same	94 - 03

6672 02/17 0101 03CHECK 1123.00

TRUSTEE'S DEED

WHEREAS, by Deed of Trust dated April 6, 1990, of record in Book 8083, Page 561, Register's Office of Davidson County, Tennessee, (the "Deed of Trust"), Lifeguard, Inc., a Tennessee corporation conveyed to Scott C. Williams, Trustee, the hereinafter described real estate, (the "Property"), to secure an indebtedness evidenced by a promissory note of even date therewith (the "Note"), which is fully described in the Deed of Trust; and

WHEREAS, such indebtedness as evidenced by the Note and Deed of Trust, having been assigned by NationsBank of Tennessee, as Beneficiary thereunder, to Raymond M. Alpert, Jr., and

WHEREAS, Laurence M. Papel having been appointed Substitute Trustee by Instrument of record in Book 9129, page 742, said Register's office; and

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

WHEREAS, the owner and holder of the indebtedness directed Laurence M. Papel, Substitute Trustee, to sell the Property and in accordance with the terms thereof, and pursuant to said direction, the said 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 o'clock noon on November 30, 1993, at the front door of the Courthouse in Nashville, 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 the advertisement of sale was duly published in the Nashville Record, a newspaper of general circulation in Davidson County, Tennessee, on November 4, 11,and 18, 1993; and

WHEREAS, at the time and place of said sale, and upon the Property being offered under the terms hereinabove set forth, Raymond M. Alpert, Jr., was the highest and best bidder;

NOW, THEREFORE, the undersigned, Laurence M. Papel, Substitute Trustee, pursuant to the bid of R. M. Alpert, Jr., acknowledges receipt of the sum of $300,000, 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 the said R. M. Alpert, Jr., his heirs, successors and assigns, the following described real estate in Davidson County, Tennessee:

> Beginning at an iron rod situated in the southerly margin of Old Lebanon Pike, said point being 191.56 feet, more or less, East of the northwest corner of the William Boyd Adams property, of record in Book 5294, page 103, Register's Office for Davidson County, Tennessee; thence S. 63 deg. 00' 00" E., a distance of 320.03 feet to an iron rod; thence, S. 01 deg. 45' 47" W., a distance of 816.82 feet to an iron rod; thence N. 83 deg. 24' 39" W., a distance of 276.46 feet to an iron rod; thence N. 01 deg. 58' 24" E., a distance of 742.35 feet to an iron rod; thence, N. 72 deg. 50' 00" W., a distance of 49.74 feet to an iron rod; thence, N. 11 deg 54' 23" deg. E., a distance of 177.23 feet to the point of beginning and containing 5.603 acres of land.

BEING THE SAME PROPERTY conveyed to Lifeguard, Inc. by Deed from Raymond M. Alpert, Jr., of record in Deed Book 8083, Page 557, the Register's Office of Davidson County, Tennessee.

This property is improved property located at 1631 Lebanon Road, Nashville, Tennessee

The description contained in this Deed is the same description as in the previous deed of record.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging to R. M. Alpert, Jr., his heirs, successors and assigns, forever; and Laureance M. Papel, Substitute Trustee, does hereby transfer, assign, and set over unto R. M. Alpert, Jr., all of his right, title and interest in the said property as Trustee, but not further or otherwise.

IN WITNESS WHEREOF, the aforesaid Substitute Trustee, has executed this instrument on this the 3rd day of December, 1993.

Laurence M. Papel, Substitute Trustee
2200 First Union Tower, 22nd Floor
150 Fourth Avenue North
Nashville, TN 37219-2494

STATE OF TENNESSEE)
)SS
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Laurence M. Papel, 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 within instrument for the purposes therein contained.

Witness my hand and official seal at Nashville, Tennessee, this 3rd day of December, 1993.

Notary Public

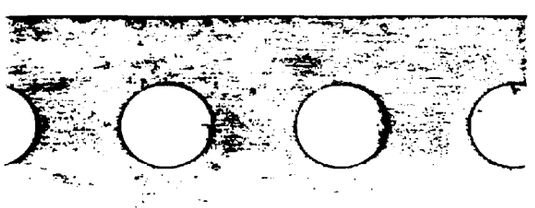
My Commission Expires:
5.28.95

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OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE



RECEIVED OF _____

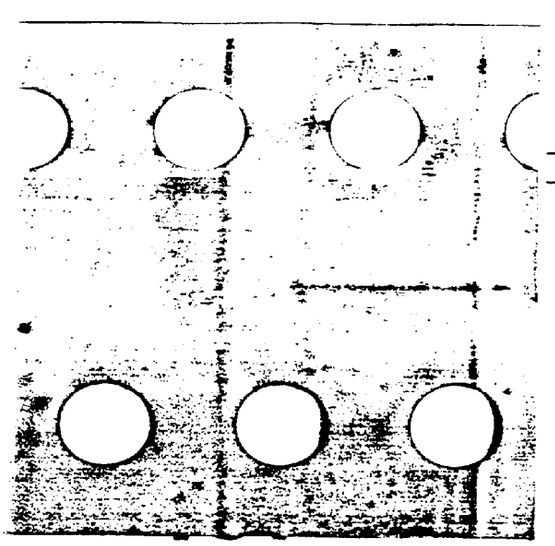
FOR _____

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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	
				300000.00
			CON TX	1110.00
			PRFEE	1.00
			WDEED	12.00
			TOTAL	1123.00
			CHECK	1123.00
02/17/94	01		14:08 0001	6672



RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

18749

IDENTIFICATION REFERENCE

CLERK'S FILE NO.

No. 757582