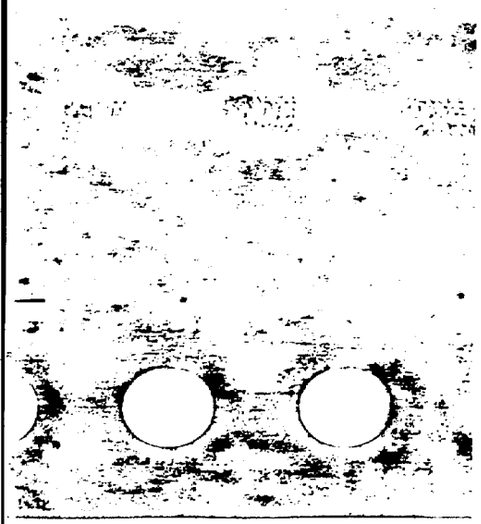
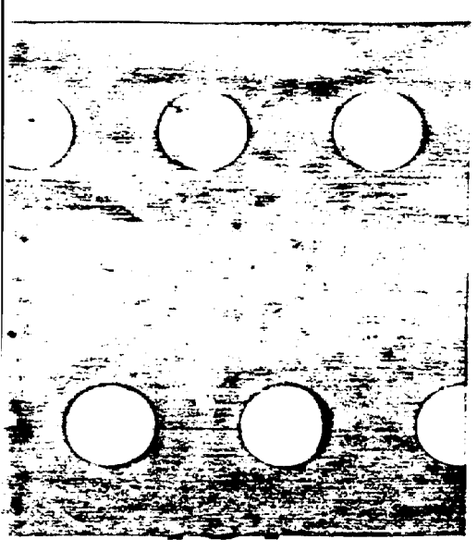




OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9422 PAGE 29

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
				MAMT 319200.00
				MOR TX 364.78
				PRFEE 1.00
				TDEED 36.00
				TOTAL 401.78
				CHECK 401.78
			07/29/94 01	14:50 0001 2550

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

76289
IDENTIF. & REFERENCE

94 JUL 29 PM 2:51
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 819096

OLD REPUBLIC
National Title Insurance Company
344 Fourth Avenue North
Nashville, Tennessee 37219-1611

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

STATE OF TENNESSEE)
COUNTY OF)
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 35,500.00

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE, THIS THE 29th DAY OF July, 1994

NOTARY PUBLIC

My Commission expires: 3/29/97

THIS INSTRUMENT PREPARED BY

Robert F. Doyle, Attorney, 613 Woodland Street, Nashville, Tennessee. 37206-4211
NAME ADDRESS

NAME & ADDRESS OF PROPERTY OWNER:	SEND TAX BILLS TO:	MAP & PARCEL NUMBERS:
Lester C. McClain (NAME)	Lester C. McClain (NAME)	Map 72-1
305 Long Valley Road (ADDRESS)	305 Long Valley Road (ADDRESS)	Par. 30
Brentwood, Tenn. 37027 (CITY) (STATE) (ZIP)	Brentwood, Tenn. 37027 (CITY) (STATE) (ZIP)	12DZ-16503

SPECIAL
Warranty Deed

For and in Consideration of the sum of $ 20,100.00 cash in hand paid by the hereinafter named grantees, and other good and valuable consideration, the receipt of which is hereby acknowledged, we

ASSOCIATES FINANCIAL SERVICES COMPANY OF TENNESSEE, INC.

hereinafter called the **GRANTORS**, have bargained and sold, and by these presents do transfer and convey unto

LESTER C. McCLAIN

hereinafter called the **GRANTEES**, their heirs and assigns, a certain tract or parcel of land in Davidson County, Tennessee, described as follows, to wit:

Being Lot No. 100 on the Plan of Shepardwood, Section 2, a plat of which is of record in Plat Book 4460, page 66, in the Register's Office for Davidson County, Tennessee, to which Plat reference is hereby made for a more complete description of said Lot.

Being the same property conveyed to Associates Financial Services Company of Tennessee, Inc. by deed from Robert F. Doyle, Substitute Trustee of record in Book 9367, page 503, said Register's Office.

Said grantor does specially warrant and will forever defend said title against all persons lawfully claiming or to claim the same by, through or under Associates Financial Services Company of Tennessee, Inc., but not otherwise. The improvements on the above described property are being sold in "AS IS" condition. The 1994 County Land taxes have been prorated between the parties and the Grantee assumes and agrees to pay same when due and payable.

This conveyance is made subject to a first mortgage Deed of Trust securing Tennessee Housing and Development Agency in the original principal sum of $21,800.00 of record in Book 5092, page 41, said Register's Office.

This is unimproved ( ) improved (X) property, known as 2517 Bethwood Drive, Nashville, Tennessee. 37207
(House Number) (Street) (City) (State) (Zip)

To Have and to Hold the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever. We do covenant with said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise set herein. We do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hands this 15th day of July, 19 94.

Associates Fiancial Services Company of Tennessee, Inc.

by: J. L. Occhiogrosso
J. L. Occhiogrosso
Vice-President

Connie Weaver
Connie Weaver, Asst. Sec.

INDIVIDUAL ACKNOWLEDGMENTS: BOOK 9422 PAGE 31

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

STATE OF TENNESSEE }
County of }

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State, the within named _____, the bargainor(s), with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who acknowledged that _____ executed the within instrument for the purposes therein contained.

Witness my hand and official seal at office this _____ day of _____, 19____.

My Commission expires:

_____ _____
Notary Public

76290

IDENTIF. & REFERENCE

JUL 29 PM 2:57

FEE DAVIDSON COUNTY TENN.

CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT:

STATE OF TEXAS }
County of DALLAS }

Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared J. L. Occkiogrosso, with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who, upon oath, acknowledged her self to be the Vice-President of Associates Financial Services Company of Tennessee, Inc., the within named bargainor, a corporation (or partnership), and that she, as such officer (or partner), being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation (or partnership) by her self as such officer (or partner).

Witness my hand and official seal at office this 15th day of July 19 94.

My Commission expires:

_____ Barbara M. Yunker
Notary Public

BARBARA M. YUNKER
NOTARY PUBLIC
COMMISSION EXPIRES
August 6, 1997

RECORDED 07/29/94 01:03PM CHECK 140.35