BOOK 9437 PAGE 278 Box 40-B

OLD REPUBLIC

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

STATE OF TENNESSEE)
COUNTY OF)
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 33,500.00

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE, THIS THE 3rd DAY OF August 19 94

NOTARY PUBLIC

My Commission expires: 3-23-96

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 50-13
305 Long Valley Road (ADDRESS)	305 Long Valley Road (ADDRESS)	Par. 52
Brentwood, Tenn. 37027 (CITY) (STATE) (ZIP)	Brentwood, Tenn. 37027 (CITY) (STATE) (ZIP)	12DZ-95540

SPECIAL

Warranty Deed

For and in Consideration of the sum of $ 33,500.00 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, 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. 61 on the Plan of Golden Valley Estates, Section 1, of record in Plat Book 4175, page 142, Register's Office for Davidson County, Tennessee, to which Plat reference is made for a more complete description.

Being the same property conveyed to Associates Financial Services Company, Inc. by deed from Robert F. Doyle, Substitute Trustee of record in Book 9411, page 376, 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, 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 is unimproved ( ) improved (X) property, known as 3148 Ewingwood 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 out 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 4th day of Aug. 19 94.

Associates Financial Services Company, Inc.

By: M. B. McCoy

M. B. McCoy, Asst Vice-President

Connie Weaver

Connie Weaver, Asst. Sec.

INDIVIDUAL ACKNOWLEDGMENTS:

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 }

8194 08/15 0101 03CHECK 132.95

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

94 AUG 15 PM 2:24
FELIA [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. & REFERENCE

81442

CORPORATE OR PARTNERSHIP ACKNOWLEDGMENT:

STATE OF TEXAS }
County of DALLAS }

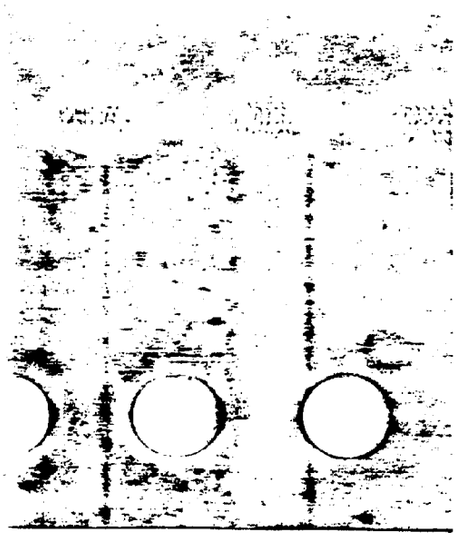
Before me, the undersigned authority, a Notary Public in and for the State and County aforesaid, personally appeared M. B. McCoy, with whom I am personally acquainted (or proved to me in the basis of satisfactory evidence), and who, upon oath, acknowledged her self to be the Asst. Vice President of Associates Financial Services Company, 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).

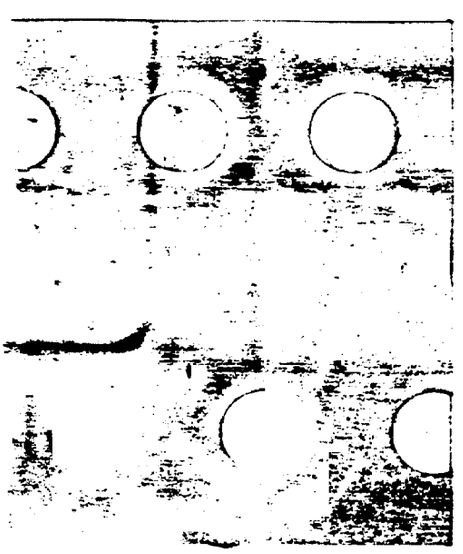
Witness my hand and official seal at office this 4th day of Aug., 19 94.

My Commission expires:

_____ Barbara M. Yunker
Notary Public

BARBARA M. YUNKER
MY COMMISSION EXPIRES
August 11, 1997





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

RECEIVED OF _____

FOR _____

BOOK 9437 PAGE 280

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	33500.00
			CON TX	123.95
			PRFEE	1.00
			WDEED	8.00
			TOTAL	132.95
			CHECK	132.95
08/15/94	01		14:24 0001	8194

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

81442
IDENTIF. ↑ REFERENCE

94 AUG 15 PM 2:24
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 824657