This Instrument was prepared by: **CRISLIP, PHILIP & ASSOCIATES Jefferson Plaza Building, Suite 300, 147 Jefferson Avenue, Memphis, Tennessee 38103** (901) 525-2427

SUBSTITUTE TRUSTEE'S DEED

On the 5th day of August, 1991, SHIRLEY A. HAMILTON AND ANNIE MAE STANLEY, executed a Deed of Trust to Sam Stansbury/Real Estate Loan Services as Trustee, a certain Deed of Trust recorded in the Register's Office of Davidson County, Tennessee in Book 8416, Page 179 and John B. Philip of Shelby County, Tennessee was substituted in his place and stead as Substitute Trustee of record in the Register's Office of Davidson County, Tennessee in Book 9493, Page 218.

The property is known as 3900 Southview Drive, Nashville, Davidson County, Tennessee and is fully set forth and described hereafter.

The obligor defaulted in the payment of the debts and obligations secured by the Deed of Trust and the holder of the note evidencing such obligation requested the undersigned to advertise and sell the property conveyed thereby, according to the terms of the Deed of Trust, and in accordance with such request, the property was advertised for sale in the Nashville Record newspaper, which is a weekly newspaper published in Nashville, Tennessee, for three (3) consecutive weeks, such advertisement appearing on October 27, 1994; November 3, 1994; and November 10, 1994. Such advertisement gave the time, terms, place of sale and description of the property and at the time set out which was **MONDAY, NOVEMBER 21, 1994** at 11:00 o'clock and at the place mentioned in the advertisement which was the South Lobby of the Davidson County Courthouse in Nashville, Tennessee the said property was offered for sale, at public outcry to the highest and best bidder for cash, at which sale the property was struck off and sold to **PORTFOLIO ACCEPTANCE CORPORATION, successor in interest to DCRS Holdigs, Inc. by reason of merger** for the sum of Thirty-Nine Thousand Seven ($39,007.00) Dollars, which was the highest and best valid bid offered, and the purchaser, **PORTFOLIO ACCEPTANCE CORPORATION, successor in interest to DCRS Holdigs, Inc. by reason of merger** has complied with its bid by payment of such sum to the Substitute Trustee.

NOW, THEREFORE, the undersigned, John B. Philip, Substitute Trustee, does hereby bargain, sells, and conveys unto the said **PORTFOLIO ACCEPTANCE CORPORATION, successor in interest to DCRS Holdigs, Inc. by reason of merger**, the property above mentioned and now more fully described as follows:

> Being Lot No. 5 on the unrecorded survey by C. J. Carney, dated December 15, 1962 of part of Lots 14, 15, and 16, Block "EE" on the revised Plan of Fairview Subdivision, of record in Book 1130, Page 54, and as described in Book 3987, page 284, all in the Register's Office Davidson County, Tennessee.
>
> Said Lot No. 5 fronts 97.3 feet on the easterly margin of Southview Avenue and runs back 102.1 feet on the northerly line of 98 feet on the southerly line to a dead line in the rear whereon it measures 91 feet.
>
> Parcel No. 69-04-101.00

The said John B. Philip, Substitute Trustee, hereby warrants the title to the above described property against the lawful claims of all persons claiming the same by, through or under him, but not further or otherwise.

The proceeds of sale have been disbursed as required by law.

IN WITNESS WHEREOF, the said John B. Philip, Substitute Trustee, has hereunto set his hand this 21st day of November, 1994.

JOHN B. PHILIP
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE

COUNTY OF SHELBY

On this 21st day of November, 1994, before me, a Notary Public in and for the State of Tennessee and County of Shelby, duly commissioned and qualified, personally appeared John B. Philip, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office the day and year above written.

NOTARY PUBLIC

LINDA STUNDAHL NOTARY PUBLIC AT LARGE SHELBY CO TN

My Commission Expires April 28, 1998

AFFIDAVIT OF VALUE

STATE OF TENNESSEE

COUNTY OF SHELBY

I, or we, hereby swear or affirm that to the best of the affiant's knowledge, information, and belief, the actual consideration for the transfer or value of the property transferred, whichever is greater, is, Thirty-Nine Thousand and Seven ($39,007.00) Dollars, which amount is equal to or greater than the amount which the property transfer would command at a fair and voluntary sale.

AFFIANT

SUBSCRIBED and sworn to before me this 21st day of November, 1994.

NOTARY PUBLIC

LINDA STUNDAHL NOTARY PUBLIC AT LARGE SHELBY CO TN

My Commission Expires April 28, 1998

FOR REGISTER'S USE ONLY

Property known as: 3900 Southview Drive
Nashville, TN 37218

Send Tax Notice to: UNITED COMPANIES LENDING CORPORATION
1687 Brooks
ADDRESS NEW OWNER P.O. Box 16618
Memphis, Tennessee 38186-0618

9528 918

11668

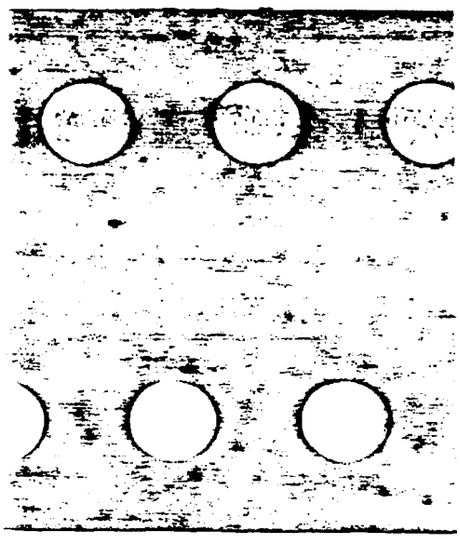
IDENTIF. & REFERENCE

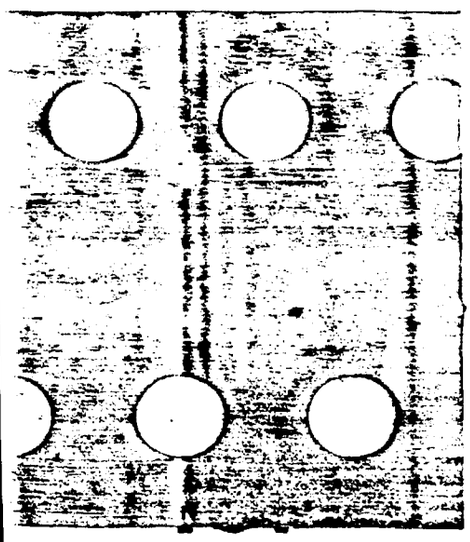
MAILENV.

94 NOV 28 AM 9:47

REGISTER
DAVIDSON COUNTY, TN.

6980 11/28 0101 03CHECK 153.33





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

RECEIVED OF _____

FOR _____

BOOK 9528 PG 949

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 39007.00
CON TX 144.33
PRFEE 1.00
WDEED 8.00
TOTAL 153.33
CHECK 153.33

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

11/28/94 01 09:47 0001 6980

11668
IDENTIF. & REFERENCE

94 NOV 28 AM 9:47
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 857023