Box 40-B

BOOK 9865 PG 720

SEND TAX BILLS TO NEW OWNER:
Associates Financial Services Company, Inc.
105 Decker Drive, Suite 700
Irving, Texas. 75062

Map 92-13
Par. 115
11W-71225

THIS INSTRUMENT PREPARED BY:
Robert F. Doyle, Attorney
613 Woodland Street
Nashville, Tennessee. 37206

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, under a Deed of Trust dated September 2, 1994, and recorded in Book 9458, page 429, Register's Office, Davidson County, Tennessee, JERRY D. NEELY conveyed to G. H. Pryor, Trustee, the hereinafter described property to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated October 24, 1995 and recorded in Book 9865, page 59, Register's Office, Davidson County, Tennessee, the lawful owner and holder of the indebtedness described in and secured by the aforementioned Deed of Trust, nominated and appointed Robert F. Doyle as Substitute Trustee; and

WHEREAS, default having been made in the terms, conditions and payments made as provided for in said Deed of Trust, and the lawful owner and holder of said indebtedness having declared the entire debt and interest due and payable; and

WHEREAS, the lawful owner and holder of said indebtedness having requested Robert F. Doyle, Substitute Trustee, to sell said property in satisfaction of the indebtedness; and

WHEREAS, I, Robert F. Doyle, Substitute Trustee, did give twenty one days notice of the time, place and terms of the sale by advertisement in three weekly publications in The Nashville Business Journal newspaper, a newspaper published in Davidson County, Tennessee, said advertisement appearing in the editions of said newspaper under the dates of October 30th, November 6th, and 13th, 1995 stating that on November 21st, 1995, at 11:00 A.M. at the front door of the Davidson County Courthouse, as located on the Public Square in Nashville, Davidson County, Tennessee, said property hereinafter described would be sold to the best and highest bidder for cash at public outcry, free from equity of redemption, the statutory right of redemption, homestead, dower, and all other exemptions which are expressly waived in said Deed of Trust, but subject to any and all unpaid real estate taxes; restrictive covenants, easements, setback lines, and any and all redemption rights, including the right of redemption of any governmental agency, and any prior liens or encumbraces, and

WHEREAS, on said date at the time and place stated in said advertisement,

and on said terms, I, Robert F. Doyle, Substitute Trustee, offered said property for sale at public outcry and sold said property to Associates Financial Services Company, Inc. for $40,104.98, which amount was the highest, best and last bid.

NOW, THEREFORE, FOR AND IN CONSIDERATION OF THE SUM of the highest, best and last bid as set out above, the receipt of which is hereby acknowledged, and Associates Financial Services Company, Inc., being owner and holder of the indebtedness secured by said Deed of Trust, and the beneficiary of said sale, and its indebtedness, together with expenses of said sale amounting to more than said bid, accordingly it is not required to pay any cash to the said Trustee. I, Robert F. Doyle, Substitute Trustee do hereby bargain and sell, and by these presents transfer and convey unto the said Associates Financial Services Company, Inc. (hereinafter referred to as Grantee) its successors and assigns, the following described property in the State of Tennessee, Davidson County, to-wit:

> Land in Davidson County, Tennessee, being Lot Number 3 of Block No. 20 of the Charlotte Park Company's Second Addition, a plat of which is recorded in Book 57, pages 160 & 161, Register's Office for said County.
>
> Said Lot No. 3 fronts 50 feet on the north side of Elkins Avenue and runs back between parallel lines northwardly 150 feet to an alley.
>
> Being the same property conveyed to Jerry D. Neely by deed from Samuel D. Pomeroy, unmarried, in Book 9359, page 497, Register's Office for Davidson County, Tennessee.

This is improved property located at 3904 Elkins Avenue, Nashville, Tennessee. 37209.

TO HAVE AND TO HOLD said property with the appurtenances, estate, title, and interest thereto belonging to the Grantee, its successors and assigns, forever, but subject to said Davidson County real estate taxes, restrictive covenants, easements, setback lines, etc. as aforesaid, and the right of redemption of any governmental agency.

And I do further transfer and assign unto the said Grantee all of the rights and benefits of the covenants and warranties in said Deed of Trust in as full and ample manner as under it, I can or should do, but I convey and assign as Trustee and not any further or otherwise.

WITNESS my hand on this 21st day of November, 1995.

Robert F. Doyle, Substitute Trustee

SUBSTITUTE TRUSTEE

STATE OF TENNESSEE

COUNTY OF DAVIDSON

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

WITNESS my hand and official seal at Nashville, Tennessee, on this 21st day of November, 1995.

MY COMMISSION EXPIRES 11-2297 NOTARY PUBLIC

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $40,104.98.

Affiant

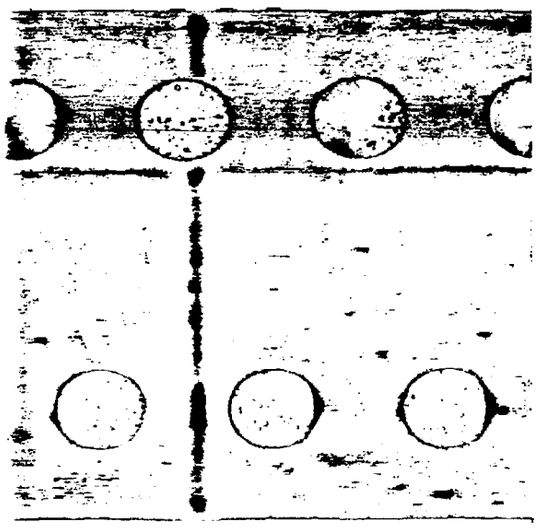
Subscribed and sworn to before me, this 21st day of November, 1995.

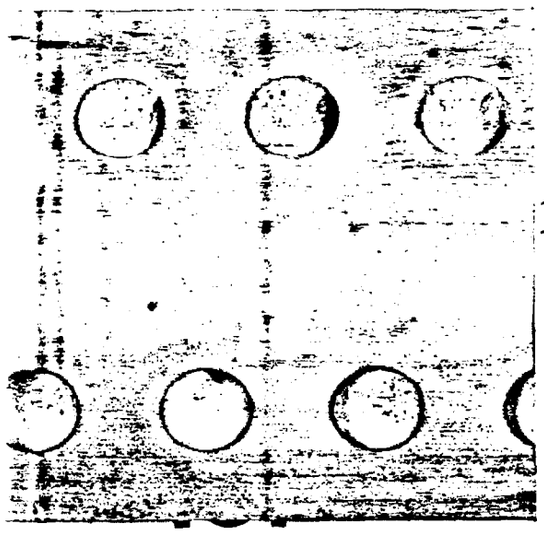
MY COMMISSION EXPIRES 11-2297 NOTARY PUBLIC

0125082
IDENTIF. & REFERENCE

95 NOV 21 AM 11:13
FELIX A. [illegible]
DAVIDSON COUNTY, TN.

0693 11/21 0101 03CHECK 161.37





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

RECEIVED OF _____

FOR _____

BOOK 9865 PG 723

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 40104.98
CON TX 148.37
PRFEE 1.00
MTGEED 12.00
TOTAL 161.37
CHECK 161.37

11/21/95 01 11:13 0001 0693

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0125082
IDENTIF. # REFERENCE

95 NOV 21 AM 11:1[illegible]
FELIX Z. WILSON, II, REGISTER
DAVIDSON COUNTY, TN

No. 979234