Box 40-B

SEND TAX BILLS TO NEW OWNER:
Associates Financial Services Company, Inc.
300 Decker Drive, Suite 300
Irving, Texas. 75062

Map 92-13
Par. 247
11W-72110

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

SUBSTITUTE TRUSTEE'S DEED

BOOK 9943 PG 855

WHEREAS, under a Deed of Trust dated October 3, 1994, and recorded in Book 9484, page 100, Register's Office, Davidson County, Tennessee, CHARLES TERA SHEPHERD AND WIFE, JOLENE SHEPHERD conveyed to G. J. Pryor, Trustee, the hereinafter described property to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated January 12, 1996 and recorded in Book 9943, page 282, 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 Record newspaper, a newspaper published in Davidson County, Tennessee, (See Proof of Publication attached hereto as an exhibit) said advertisement appearing in the editions of said newspaper under the dates of January 18th, 25th and February 1, 1996 stating that on February 9, 1996, at 11:10 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,

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 $45,000.00, 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:

> Being the easterly 50 feet of Block No. 30 on the Plan of Charlotte Park, Second Addition, extended, as of record in Book 421, page 10, Register's Office for said County.
>
> Said part of Block No. 30 fronts 50 feet on the southerly side of Nevada, formerly Third Avenue and runs back between parallel lines, with the westerly margin of 38th Avenue North, formerly "A" Street 150 feet to an alley.
>
> Being the same property conveyed to Charles Tera Shepard and wife, Jolene Shepard, by Deed recorded October 12, 1993, in Book 9112, page 398, of the Register's Office for Davidson County, Tennessee.
>
> Charles Tera Shepard and Charles Tera Shepherd is one and the same person.
>
> Jolene Shepard and Jolene Shepherd is one and the same person.

This is improved property located at 3801 Nevada 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 9th day of February, 1996.

BOOK 9943 PG 857

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 9th day of February, 1996.

Johnna A. Lickert

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 $45,000.00.

Robert F Doyle

Affiant

Subscribed and sworn to before me, this 9th day of February, 1996.

Johnna A. Lickert

MY COMMISSION EXPIRES 11-2297 NOTARY PUBLIC

96 FEB -9 AM 11:16

FELIX A. [illegible]
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE

0116146

5879 02/09 01:01 03CHECK 183.50

NASHVILLE RECORD

BOOK 9943 PG 858

222 SECOND AVENUE, N., SUITE 215, WASHINGTON SQUARE
NASHVILLE, TENNESSEE 37201
Nashville's Oldest Legal and Statistical Newspaper . . . Since 1936

Robert F. Doyle, Atty
613 Woodland Street
Nashville, TN 37206

Re: Shepherd, 3801 Nevada Avenue

AD NO. 7819 AMOUNT $249.00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

I, Betty Davis, being duly sworn, make oath that I am Bookkeeper, of the NASHVILLE RECORD, a weekly newspaper published in Nashville, Davidson County, Tenn.

I make further oath that the attached publication appeared in the same on the following dates:

January 18, 25, February 1, , 1996

THE NASHVILLE RECORD

Betty Davis

Betty Davis

Subscribed and sworn to before me,

this 1st day of February, 1996

Cara L. Holman

Notary Public

My Commission Expires: July 24, 1999

CARA L. HOLMAN NOTARY PUBLIC AT LARGE

SUBSTITUTE TRUSTEE'S SALE

Default having been made in the terms, conditions, provisions and payments made and provided for in Deed of Trust dated October 3, 1994, executed by CHARLES TERA SHEPHERD, to G. J. Pryor, Trustee, and recorded in Book 9484, page 100, Register's Office for Davidson County, Tennessee, to secure the indebtedness therein described, and the entire indebtedness having been declared due and payable as provided for in said Deed of Trust, and said payment not having been made, and the lawful owner and holder of said indebtedness having appointed Robert F. Doyle of 613 Woodland Street, Nashville, Tennessee, as Substitute Trustee by written instrument recorded in the above mentioned Register's Office, notice is hereby given that I, Robert F. Doyle, Substitute Trustee, under the power and authority vested in me by said Deed of Trust, and having been requested to do so by the lawful owner and holder of said debt, will on

FEBRUARY 9, 1996,

at 11:10 A.M. (Eleven-Ten O'clock A.M.) at the front door of the Davidson County Courthouse, as located on the Public Square in Nashville, Tennessee, sell at public outcry to the highest and best bidder for cash, free from the equity of redemption, the statutory right of redemption, homestead and dower, and all other exemptions and rights of every kind, all of which are expressly waived in said Deed of Trust, the following described tract or parcel of land Davidson County, State of Tennessee:

Being the easterly 50 feet of Block No. 30 on the Plan of Charlotte Park, Second Addition, extended, as of record in Book 421, page 10, Register's Office for said County.

Said part of Block No. 30 fronts 50 feet on the southerly side of Nevada, formerly Third Avenue and runs back between parallel lines, with the westerly margin of 38th Avenue North, formerly "A" Street 150 feet to an alley.

Being the same property conveyed to Charles Tera Shepard and wife, Jolene Shepard, by Deed recorded October 12, 1993, in Book 9112, page 398, of the Register's Office for Davidson County, Tennessee.

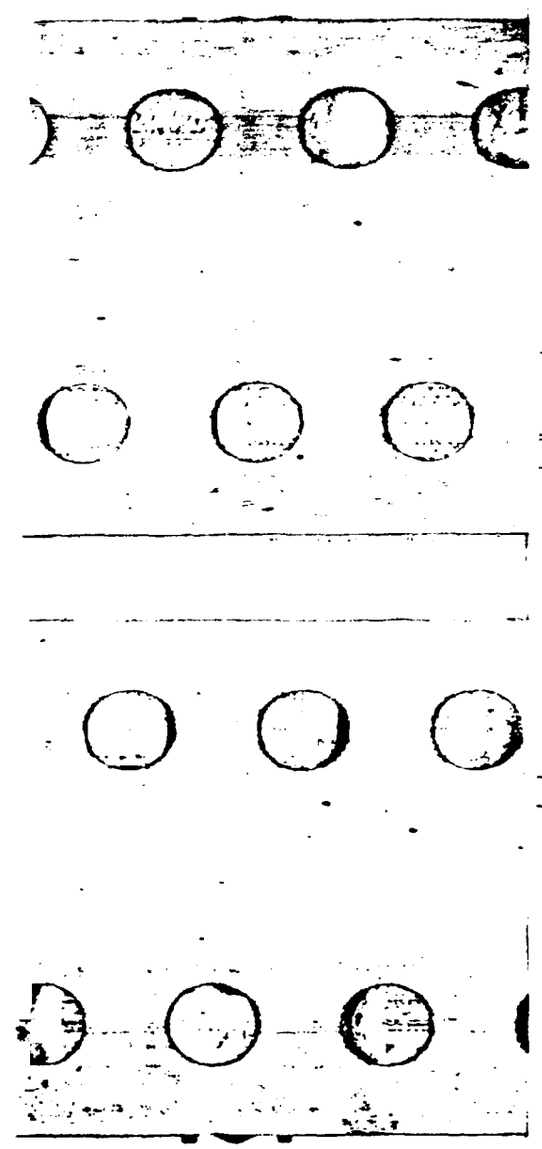
Charles Tera Shepard and Charles Tera Shepherd is one and the same person. Jolene Shepard and Jolene Shepherd is one and the same person.

This is improved property located at 3801 Nevada Avenue, Nashville, Tennessee 37209

This sale is subject to any and all Davidson County real estate taxes; restrictive covenants, easements, setback lines; any and all redemption rights, including the right of redemption of any governmental agency, State or Federal, and any and all other prior liens or encumbrances against said real property of record in the Register's Office for Davidson County, Tennessee. The Trustee may adjourn or postpone the aforementioned sale of real property by public announcement at such time and place of sale, and from time to time thereafter may postpone such sale by public announcement at the time and place fixed by the preceding postponement or subsequently noticed sale, and without further notice make such sale at the time fixed by the last postponement, or may, in his discretion, give a new notice of sale.

ROBERT F. DOYLE, SUBSTITUTE TRUSTEE
613 Woodland Street
Nashville, Tennessee 37206

Insertion Dates: January 18, 25, February 1, 1996
AD NO. 7819



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9943 PG 859

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	45000.00
CON TX	166.50
PRFEE	1.00
MTEED	16.00
TOTAL	183.50
CHECK	183.50

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 0001 6659

0149146
IDENTIF. & REFERENCE

96 FEB -9 AM 11:16
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1004871