SUBSTITUTE'S TRUSTEE'S DEED

BOOK 9955PG125

State of Tennessee)
County of Davidson)

The actual consideration or value, whichever is greater, for this transfer is $25,000.00.

Affiant

Sworn to and subscribed before me this 21 day of February, 1996.

NOTARY PUBLIC

My Commission Expires: 11/28/98

This instrument prepared by:

ROBERT F. SPANN, Attorney
First American Center
Fifteenth Floor, Suite 1545
315 Deaderick Street
Nashville, Tennessee 37238-1545
615/242-2525

ADDRESS - NEW OWNER:	SEND TAX BILLS TO:	MAP/PARCEL NUMBER:
Wilson Enterprises, Inc.	SAME	Map 105-13
302 42nd Avenue		Par. 390
Nashville, Tennessee 37209		

WHEREAS, under a Deed of a Trust, dated March 3, 1990, and recorded in Book 8062, Page 912, Register's Office for Davidson County, Tennessee, said Deed of Trust designated STEVEN H. LEWIS, as Trustee therein, NATHANIEL WITHERSPOON did hereby pledge the herein described property to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated January 17, 1996 and recorded in Book 9924, Page 403, Register's Office for 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. SPANN as Substitute Trustee; and

WHEREAS, default having been made in the terms, conditions, and payments made and 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 requested ROBERT F. SPANN, Substitute Trustee, to sell said property in satisfaction of the indebtedness; and

WHEREAS, I, ROBERT F. SPANN, Substitute Trustee, did give twenty days notice and it appeared in the *Nashville Record* the dates January 25, February 1, and February 8, 1996 stating that on Monday, February 12, 1996 at 11:00 A.M. in the front lobby of the courthouse, Nashville, Davidson County, Tennessee, said property hereinafter described would be sold to the best and highest bidders for cash, free and clear of the rights of homestead, redemption, and dower, which are expressly waived in said Deed of Trust, but subject to any and all unpaid real estate taxes and other encumbrances which may appear of record in the Register's Office for Davidson County, Tennessee; and

WHEREAS, said Substitute Trustee did appear on the appointed day and date, and announced to all interested parties appearing at the sale, that said sale would be adjourned to

11:00 A.M., on February 16, 1996, at the same place; and

WHEREAS, said sale was held in accordance with the terms and conditions as stated in said advertisement on the adjourned date of February 16, 1996, at 11:00 A.M., at the front door of the courthouse, and I, ROBERT F. SPANN, Substitute Trustee, offered and sold said property to WILSON ENTERPRISES, INC. for $25,000.00, which 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, cash in hand paid, the receipt of which is hereby acknowledge, I, ROBERT F. SPANN, Substitute Trustee, do hereby bargain and sell, and by these presents transfer and convey unto the said WILSON ENTERPRISES, (hereinafter referred to as Grantee), their successors and assigns, the following described property, to wit:

> Being Lot No. 4 on the Plan of E. L. Holts Subdivision of Lot No. 6 Schmid Property, Waverly Place, as of record in Book 547, page 71, Register's Office for Davidson County, Tennessee.
>
> Said Lot No. 4 fronts 50 feet on the northerly side of Caruthers Avenue and runs back between parallel lines 190 feet to an alley.
>
> Being the same property conveyed to Nathaniel Witherspoon by deed from Caesar E. Urrutia, Trustee, of record in Book 5022, page 836, Register's Office for Davidson County, Tennessee.
>
> Said Property is known as 908 Caruthers Avenue, Nashville, Tennessee 37204.

TO HAVE AND HOLD said property with the appurtenances, estate, title, and interest thereto belonging to said Grantee, their successor and assigns forever, but subject to said real estate taxes.

And I do further transfer and assign unto the said Grantee all 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 Substitute Trustee and not any further or otherwise.

WITNESS my hand on this the 22 day of February 1996.

ROBERT F. SPANN, Substitute Trustee

96 FEB 22 PM 3:20
FELIX [illegible]
DAVIDSON [illegible] CITY, TN.

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

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

WITNESS my hand and official seal this 22nd day of February 1996.

NOTARY PUBLIC

NOTARY PUBLIC AT LARGE STATE OF TENNESSEE

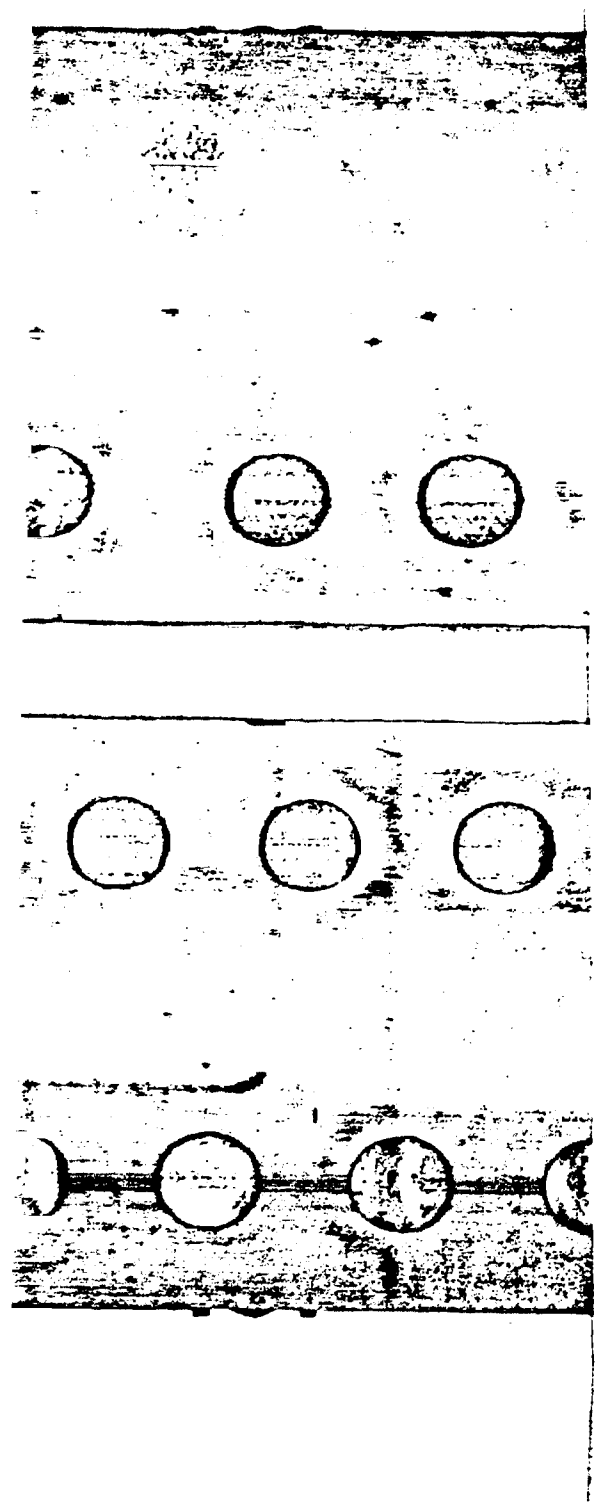
My Commission Expires: 11/28/98

96 FEB 22 PM 01 08 CHECK 101.50

PICK-UP

01 52734

IDENTIFICATION REFERENCE



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9955 PG 127

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	25000.00
CON TX	92.50
PRFEE	1.00
WDEED	8.00
TOTAL	101.50
CHECK	101.50

02/22/96 01 15:23 0001 0501

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0152734
IDENTIF. # REFERENCE

95 FEB 22 PM 3:20
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1008664