SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on July 31, 1985, Carthon Dodson and wife, Margie Dodson, executed to Roger K. Yates, Trustee, a certain deed of trust conveying to him as Trustee, certain property hereinafter fully set forth and described, which deed of trust is of record under Register's Book No. 6623, Page 660 in the Register's Office of Davidson County, Tennessee (the "Deed of Trust"); and

WHEREAS, the above named trustee has been replaced by E. Franklin Childress, Jr., David R. Fern and J. Allen Roberts, as substitute trustees, by instrument of record under Register's Book No. 10068, Page 90 of said Register's Office, any one of whom is empowered to serve with all the title, powers, and duties of the original Trustee named in said Deed of Trust described above; and

WHEREAS, default having been made in the payment of the uebts and the performance of the obligations secured by said Deed of Trust, said Leader Federal Bank For Savings, as the owner thereof, requested the undersigned to advertise and sell the security according to the terms thereof; and

WHEREAS, in accordance with said request, the said real estate described in said Deed of Trust was advertised for sale in THE NASHVILLE RECORD, a daily newspaper published in Nashville, Tennessee, the first insertion appearing on June 27, 1996, and subsequent insertions appearing on July 4, 1996 and July 11, 1996, giving the time, terms, place of sale, and description of the real estate; and

WHEREAS, on Wednesday, July 24, 1996 being the time and at the north door of the Court House, Nashville, Davidson County, Tennessee, being the place mentioned in said advertisement, the undersigned offered said real estate for sale in accordance with all the terms and requirements in said Deed of Trust and advertisement of sale made in connection therewith, at which time said real estate was offered for sale at public outcry to the highest and best bidder for cash and was struck off and sold to Heritage Equities, Inc., at and for the sum of $79,500.00, which is the highest and best bid in connection therewith;

NOW, THEREFORE, the undersigned in consideration of the premises and the payment of said bid, which amount has been applied toward the payment of said indebtedness, hereby bargains, sells, conveys, and confirms unto said Heritage Equities, Inc., the following real estate situated and located in Nashville, County of Davidson, State of Tennessee, to-wit:

Land in Davidson County, Tennessee, being Lot No. 142, Enchanted Hills, Section 5, as of record in Book 3700, Page 132, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and accurate legal description.

The conveyance of the aforesaid property is subject to unpaid property taxes, assessments, subdivision restrictions, building lines, and easements of record in the Shelby County Register's Office.

IN WITNESS WHEREOF, David R. Fern as Substitute Trustee has hereunto set his hand this the 24th day of July, 1996.

David R. Fern
DAVID R. FERN
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 24th day of July, 1995, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared DAVID R. FERN, to me known to be the person(s) described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed as Substitute Trustee.

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

PATRICIA CRAWFORD NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENN.

Patricia Crawford
NOTARY PUBLIC

My Commission Expires:
5/19/98

STATE OF TENNESSEE
COUNTY OF SHELBY

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $79,500.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

HERITAGE Equities, Inc.
BY: [signature]
AFFIANT

Subscribed and sworn to before me on this 24th day of July, 1996.

[signature]
NOTARY PUBLIC

NOTARY PUBLIC AT LARGE · WILLIAMSON CO. · TENN.

My Commission Expires:
October 14, 1998

PROPERTY ADDRESS: 4377 Enchanted Circle
Nashville, TN 37218

MAIL TAX NOTICE TO: Heritage Equities, Inc.
P.O. Box 50971
Nashville, TN 37205

PREPARED BY AND RETURN TO: WYATT, TARRANT & COMBS
6075 Poplar Avenue, Suite 650
Memphis, Tennessee 38119

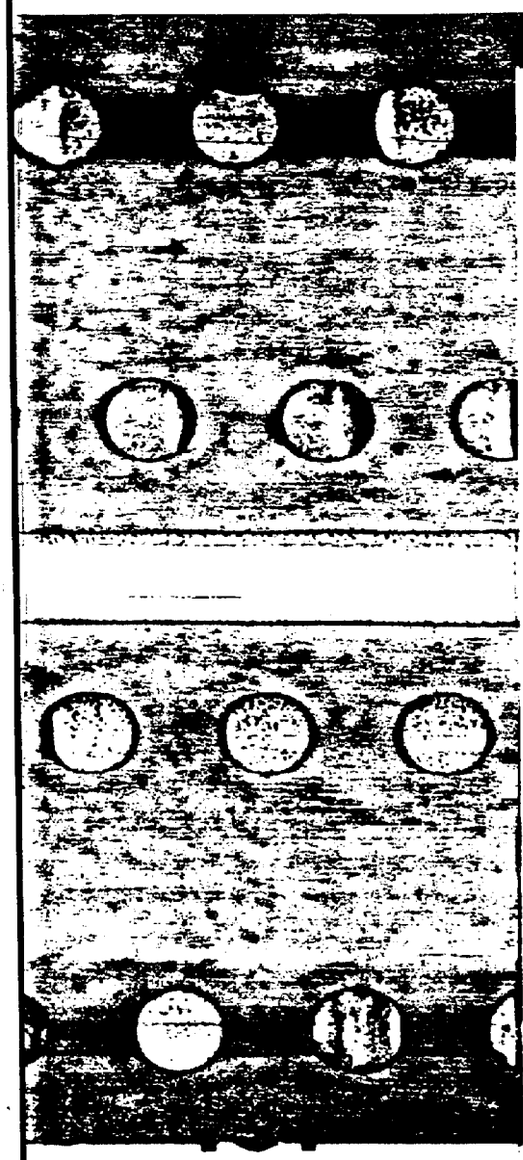
TAX PARCEL ID NO. 058-14-0-032.00

0209337
IDENTIF. ↑ REFERENCE

96 JUL 31 PM 2:13
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

PICK-UP

1456 07/31 0101 03CHECK 307.15



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

RECEIVED OF _____

FOR _____

BOOK 10139 PG 292

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 79500.00
				CON TX 294.15
				PRFEE 1.00
				MDEED 12.00
				TOTAL 307.15
				CHECK 307.15
			07/31/96 01	14:16 0001 1456

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0209337
IDENTIF. ↑ REFERENCE

96 JUL 31 PM 2:13

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 1069045