STATE OF TENNESSEE)

COUNTY OF DAVIDSON)

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 32,500.00

P. K. Najafabadi
AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 23rd DAY OF SEPTEMBER, 1996.

NOTARY PUBLIC

MY COMMISSION EXPIRES: 11-27-99

Note to Register of Deeds for index assistance:

Holiday Catering, Inc. [grantor/debtor]
:
to
:
[John C. McLemore, Trustee in the Bankruptcy of Holiday Catering, Inc.]
:
to
:
P. K. Najafabadi, Grantee

THIS INSTRUMENT WAS PREPARED BY:

John C. McLemore, Garfinkle, McLemore & Walker, PLLC
P.O. Box 158249, Nashville, Tennessee 37215-8249

ADDRESS NEW OWNER(S) AS FOLLOWS:	SENT TAX BILL TO:	MAP-PARCEL NUM
P. K. Najafabadi	Owner at same	**92-7-253**
P. O. Box 111612	Address	**11W-06570**
Nashville, TN 37222		

BANKRUPTCY TRUSTEE'S DEED

WHEREAS, upon the filing of a voluntary Chapter 11 petition in bankruptcy December 22, 1994, in the United States Bankruptcy Court for the Middle District of Tennessee, and converted to a Chapter 7 bankruptcy February 7, 1996, same being Bankruptcy Case No. 94-08701-AT3-7, **Holiday Catering Inc.** did, by act of law, convey all right, title and interest in and to the following described real property to the Trustee in Bankruptcy; and

WHEREAS, the said Trustee in Bankruptcy, John C. McLemore, who was appointed Trustee of the above estate on February 13, 1996, by notice dated July 26, 1996, gave notice that the subject property would be sold at public auction free and clear of all liens unless

an objection and application for hearing was filed with the Court within twenty (20) days of the date of notice.

No objections to this sale were filed.

NOW, THEREFORE, for and in consideration of Thirty Eight Thousand Five Hundred No/100 Dollars ($38,500.00) cash in hand paid, the receipt and sufficiency of which is hereby acknowledged, I, John C. McLemore, Trustee in bankruptcy, do hereby bargain and sell, and by these presents transfer and convey unto P.K. Najafabadi, his successors and assigns, the following described real property, to-wit:

> Land in Davidson County, Tennessee, and being Lots Nos. 1 and 2 on the Subdivision Plan of Lots Nos. 8, 9, and 10 of Boyd McNairy Trace, as of record at Book 21, page 93, Register's Office for said County.
>
> Said Lots Nos. 1 and 2 front together 200 feet on the southerly side of Booker Street, formerly Harding Street, and extends back 190 feet on the easterly line and 191 feet on the westerly line, to an alley measuring 200 feet theron.
>
> Being all the same property conveyed to Holiday Catering, Inc., a Tennessee Corporation, by deed dated August 1, 1986, as of record at Book 6963, page 391, said Register's Office; and further being the same property conveyed by act of law to John C. McLemore, Trustee in Bankruptcy upon the conversion of the Chapter 11 proceeding of Holiday Catering, Inc. to a Chapter 7 proceeding February 7, 1996, and the appointment of John C. McLemore as Trustee of the Estate (U.S. Bankruptcy Court for the Middle District of Tennessee, Nashville Division, Case No. 94-08701-AT3-7).

The undersigned, John C. McLemore, does hereby transfer and convey in his capacity as Trustee in Bankruptcy and no further or otherwise, all the right, title, interest and estate held by the said Holiday Catering Inc. in and to the above-described real property on the date of his filing voluntary petitions for bankruptcy in the United States Bankruptcy Court for the Middle District of Tennessee.

TO HAVE AND TO HOLD subject real property with the appurtenances, estate, title and interest thereto belonging to the said P.K. Najafabadi, his successors and assigns forever, free and clear of all liens, but subject to the 1996 real estate taxes, which have been prorated of even date herewith.

WITNESS my hand on this 23rd day of September, 1996.

John C. McLemore, Trustee in Bankruptcy

ACKNOWLEDGMENT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for said county and state, John C. McLemore, Trustee in Bankruptcy, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument in the capacity and for the purpose therein contained.

Witness my hand and official seal at Nashville, Davidson County, Tennessee, on this the 23rd day of September, 1996.

Christina Anne Currier
Notary Public

CHRISTINA ANNE CURRIER NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires: 11.27.99

***See copy of ORDER, U. S. Bankruptcy Court attached hereto as Exhibit "A"**

0230899
IDENTIFICATION

96 SEP 30 PM 3:24
REGISTER
DAVIDSON COUNTY, TN

PICK-UP

4463 09/30 0101 03CHECK 167.45

**EXHIBIT "A" to Bankruptcy Trustee's Deed: BOOK 10208 PG 23
John C. McLemore, Trustee to P. K. Najafabadi

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION

RECEIVED FOR ENTRY
AUG 9 1996
BY SB
DEPUTY CLERK

IN RE:	)	
	)	
Holiday Catering, Inc.	)	Case No. 94-08701-AT3-7
	)	Chapter 7
	)	Judge Aleta A. Trauger
Debtor(s)	)	

AGREED ORDER REGARDING TRUSTEE'S NOTICE OF ABANDONMENT

This cause came on to be heard upon the Trustee's Notice of Abandonment and objections thereto, and it appearing to the Court that the parties have agreed to the entry of this Order and to the stipulations contained herein, as is evidenced by the signatures of counsel hereto, the Court makes the following findings of fact and conclusions of law. The parties stipulate as follows:

1. The Debtor owns a tract of land in Davidson County, Tennessee. The Internal Revenue Service has a properly perfected tax lien on the property for an amount not less than $101,244.35.

2. The State of Tennessee has a tax lien in the amount of $962.78.

3. There is an unsatisfied deed of trust in favor of First American National Bank and an unsatisfied judgment lien in favor of Kraft Foods.

4. According to the records of the Court, there are not less than two unsatisfied administrative claims in the case.

5. This case meets the requirements of 11 U.S.C. § 724(b), in that there are, among other things, claims allowable under 11 U.S.C. § 507(a)(1), such claims being those unpaid during the period of time in which this case operated under Chapter 11.

NOW THEREFORE, in consideration of the stipulations, the Court makes the following conclusion of law.

1. Under the facts of this case, the Trustee is authorized to sell the property owned by Holiday Catering, Inc. pursuant to In re K.C. Machine & Tool Co., 816 F.2d 238 (6th Cir. 1986).

And in consideration of the findings of fact and conclusions of law, it is hereby

ORDERED, that the Trustee be and he hereby is authorized to directed to sell all assets of Holiday Catering, Inc. free and clear of liens; and

FURTHER ORDERED, that the Trustee shall distribute all proceeds in accordance with the provisions of 11 U.S.C. § 724(b) and in accordance with further orders of this Court.

Pr 103

7.5

FURTHER ORDERED, that the Trustee shall distribute all proceeds in accordance with the provisions of 11 U.S.C. § 724(b) and in accordance with further orders of this Court.

ENTER this 1st day of August, 1996.

Aleta A. Trauger
United States Bankruptcy Judge

Approved For Entry:

GARFINKLE, McLEMORE & WALKER, PLLC

By: Edwin M. Walker
Edwin M. Walker
TN Bar No. 5407
2000 Richard Jones Road, Suite 250
P.O. Box 158249
Nashville, Tennessee 37215-8249
(615) 383-9495

Attorney for the Trustee

ELLEN B. VERGOS
UNITED STATES TRUSTEE, REGION 8

By: Edwin M. Walker by permission
Beth Derrick Roberts
Assistant U.S. Trustee
TN Bar No. 7138
318 Customs House
701 Broadway
Nashville, Tennessee 37203
(615) 736-2254

MAIL TO:
- ✓ All creditors and/or parties in interest
- ✓ Debtor(s)
- ✓ Attorney for debtor(s) 2
- ✓ Trustee
- Attorney for Trustee
- Attorney for plaintiff/movant
- Attorney for defendant/respondent
- ✓ All parties listed on bottom of order
- All parties listed in cert. of service
- As stated in order
- Debtor's employer
- ✓ U.S. Trustee

Walk through

ALL MAILING TO BE DONE BY:
(NOTE: send copy of routing slip)
AUG 09 1996

INTERNAL ROUTING:
- Chief Deputy Clerk
- Courtroom Deputy
- Calendar Clerk
- Conversion Clerk
- Financial Clerk
- Judgment Book
- Discharge Clerk

Copy to be picked up at front counter by: _____

- attorney for debtor
- attorney for movant
- ✓ trustee/attorney for trustee Walker
- Other: _____

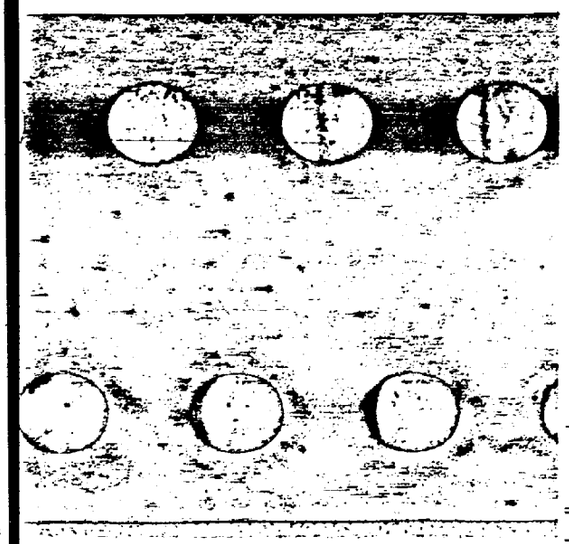
CROCKER & DeSHA

By: for Edwin W. Walker by permission
Samuel K. Crocker
TN Bar No. 6094
The Tower, Suite 2909
611 Commerce Street
Nashville, TN 37203-3742
(615) 726-3322

Attorney for the Debtor

INTERNAL REVENUE SERVICE

By: for Edwin W. Walker by permission
John R. Keenan
TN Bar No. 13295
810 Broadway, Ste. 400
Nashville, Tennessee 37202
(615) 736-5500



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

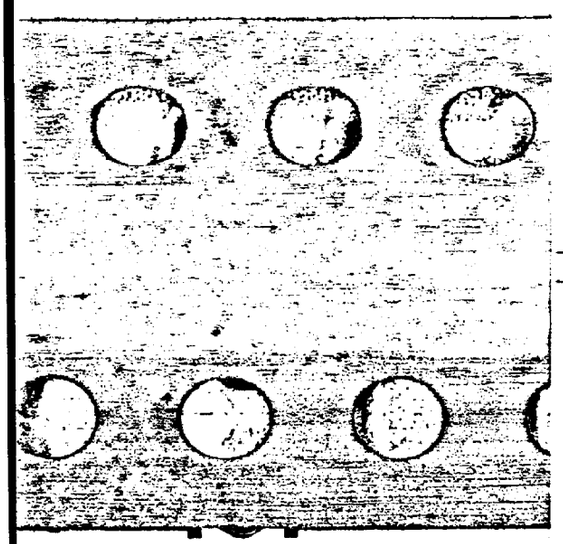
RECEIVED OF _____

FOR _____

BOOK 10208 PG 26

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 38500.00
CON TX 142.45
PRFEE 1.00
WDEED 24.00
TOTAL 167.45
CHECK 167.45

09/30/96 01 15:29 0001 4463

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0230899
IDENTIFICATION REFERENCE

96 SEP 30 PM 3:24

REGISTER
DAVIDSON COUNTY, TN.

Nº 1071555

No [redacted]