Box 40-13

BK 10274 PG 494

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

Map 71-15
Parcel 437
and
Map 96-10
Parcel 293

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 February 15, 1996, and recorded in Book 9951, page 295, Register's Office, Davidson County, Tennessee, THOMAS L. GILLAND, unmarried conveyed to Karen Taylor, Trustee, the hereinafter described property referred to as Parcel I, to secure the therein mentioned indebtedness; and

WHEREAS, under a Deed of Trust dated February 15, 1996, and recorded in Book 9951, page 300, Register's Office, Davidson County, Tennessee, THOMAS H. GILLAND and DEWEY ROBINSON conveyed to Karen Taylor, Trustee, the hereinafter described property referred to as Parcel II, to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated October 31, 1996 and recorded in Book 10257, page 909, Register's Office, Davidson County, Tennessee, the lawful owner and holder of the indebtedness described in and secured by the aforementioned Deeds 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 Deeds 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 a newspaper published in Davidson County, Tennessee, said advertisement appearing in the editions of said newspaper under the dates of November 7, 14, and 21st, 1996 stating that on November 29, 1996, at 10:00 A.M. at the front door of the Davidson County Courthouse as located on the Public Square in Nashville, 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 Deeds of Trust, but subject to any and all unpaid Davidson County 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 of Tennessee, Inc. for $104,368.04, 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 of Tennessee, Inc., being owner and holder of the indebtedness secured by said Deeds 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 of Tennessee, Inc. (hereinafter referred to as Grantee) its successors and assigns, the following described property in the State of Tennessee, Davidson County, and more particularly described as follows, to-wit:

Parcel I: Land in Davidson County, Tennessee, being the North 33 feet of Lot No. 108 and the South 17 feet of Lot No. 109 in Sharpe and Horn's First Addition of Northeast Nashville, a plan of which is of record in Book 57, page 152, Register's Office for said County, to which Plan reference is hereby made for a more complete description.

Being the same property conveyed to Thomas L. Gilland, unmarried by deed from Sylvia Draper, Trustee of record in Book 9803, page 634, said Register's Office.

This is improved property located at 1210 Stainback Avenue, Nashville, Tennessee. 37207.

Parcel II: Land in Davidson County, Tennessee, being Lot No. 623, Cloverhill, Section VIII, of record in Plat Book 2331, pages 10 and 11, Register's Office for said County, to which Plat reference is hereby made for a more complete description.

Being the same property conveyed to Thomas L. Gilland and Dewey Robinson by deed from Richard A. Northcutt, Trustee of record in Book 9855, page 753, said Register's Office.

This is improved property located at 620 Templewood Drive, Nashville, Tennessee. 37214.

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 all of record in said Register's Office.

And I do further transfer and assign unto the said Grantee all of the rights and benefits of the covenants and warranties in said Deeds 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 29th day of November, 1996.

Robert F. Doyle, Substitute Trustee

SUBSTITUTE TRUSTEE

0175 12/02 0101 03CHECK 399.17

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 29th day of November, 1996.

John A. Lukens

MY COMMISSION EXPIRES 11-22-97 NOTARY PUBLIC

JOHNNIE A. LUKENS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $104,368.04

Robert F. Doyle

Affiant

Subscribed and sworn to before me, this 29th day of November, 1996.

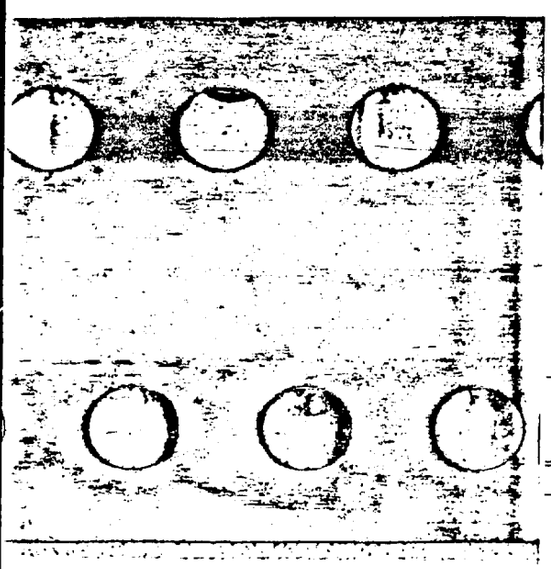
John A. Lukens

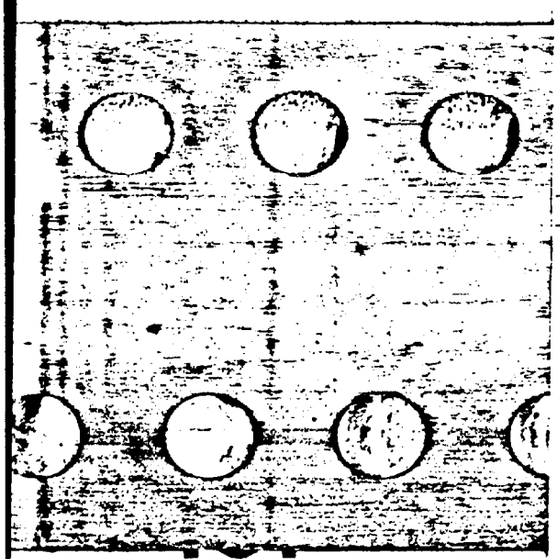
MY COMMISSION EXPIRES 11-22-97 NOTARY PUBLIC

JOHNNIE A. LUKENS NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

0250964
IDENTIF. ↑ REFERENCE

DEC -2 AM 8:43
A. WILSON III REGISTER
DAVIDSON COUNTY, TN.





OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10274 PG 497

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	
				104368.04
			CON TX	386.17
			PRFEE	1.00
			WDEED	12.00
			TOTAL	399.17
			CHECK	399.17
12/02/96		01	08:44 0001	0175

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0250964
IDENTIF. ↑ REFERENCE

96 DEC -2 AM 8:43
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1092852