BK/VOL 10424 PG 469

Box 40-B

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

Map 149-01-B
Parcel 47C
2DX-07550

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 September 6, 1995, and recorded in Book 9786, page 4, Register's Office, Davidson County, Tennessee, KELVIN D. CLEMENT AND WIFE, KAREN CLEMENT conveyed to Karen Taylor, Trustee, the hereinafter described property to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated March 26, 1997 and recorded in Book 10396, page 219, 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 Business Journal a newspaper published in Davidson County, Tennessee, said advertisement appearing in the editions of said newspaper under the dates of March 31st, April 7th, and 14th, 1997 stating that on April 22, 1997, at 10:15 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 Deed 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, Inc. for $129,865.52, 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:

> Land in Davidson County, Tennessee, being Lot No. 290 on the Plan of Piccadilly Square, Phase III, of record in Book 6250, pages 892 - 894, Register's Office for Davidson County, Tennessee, to which Plan reference is hereby made for a more complete and accurate legal description.
>
> Being the same property conveyed to Kelvin D. Clement and wife, Karen Clement by deed from Sandra Nell Riley, unmarried, of record in Book 9786, page 1 in the Register's Office for Davidson County, Tennessee.

This is improved property located at 717 Leadenhall Court, Antioch, Tennessee. 37013.

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 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 22th day of April, 1997.

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 22nd day of April, 1997.

Johnnie L Rucker

MY COMMISSION EXPIRES 11-22-97 NOTARY PUBLIC

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $129,865.52.

Robert F Doyle

Affiant

Subscribed and sworn to before me, this 22nd day of April, 1997.

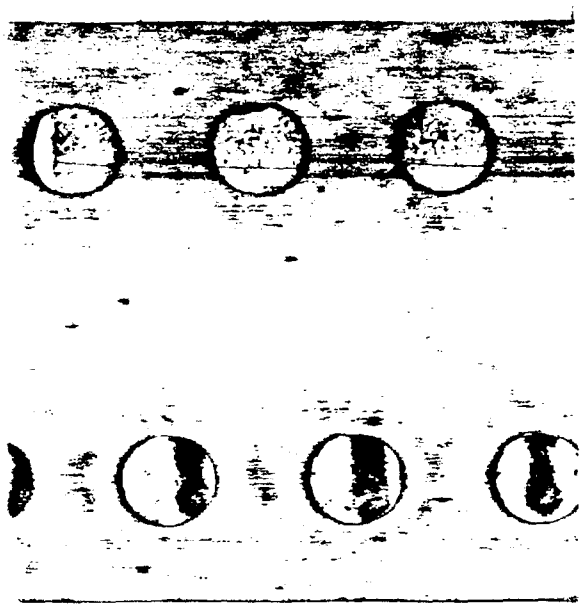
Johnnie L Rucker

MY COMMISSION EXPIRES 11-22-97 NOTARY PUBLIC

2009 04/22 0101 03CHECK 493.52

0296698

IDENTIFICATION



OFFICIAL RECEIPT

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

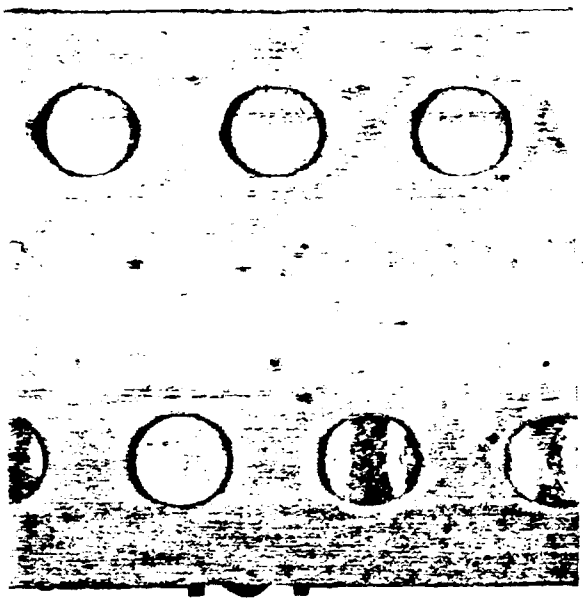
RECEIVED OF _____

FOR _____

BOOK 10424 PG 472

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
129865.52
CON TX 480.52
PRFEE 1.00
WDEED 12.00
TOTAL 493.52
CHECK 493.52

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 001 2009

0296698
IDENTIF. # REFERENCE

97 FEB 22

No. 1142141