Box 50-B

FROM: RUSTY L. MOORE, SUCCESSOR TRUSTEE BOOK 10649 PG 598

TO: UNION PLANTERS BANK OF MIDDLE TENNESSEE, N.A.

Address New Owner:	Send Tax Bill:	Map-Parcel No.
Union Planters Bank Mortgage Servicing P.O. Box 3137 Memphis, TN 38173-0137	Same	Map 81-10 Parcel 366

This instrument prepared by: Bankers Title & Escrow Corporation
3310 West End Avenue, Ste. 410, Nashville, TN 37203

SUCCESSOR TRUSTEE'S DEED

THIS SUCCESSOR TRUSTEE'S DEED, made and entered into this 23rd day of June, 1997, by Rusty L. Moore, acting as Successor Trustee as hereinafter provided, to Union Planters Bank of Middle Tennessee, N.A.

W I T N E S E T H:

WHEREAS, Richard A. Grooms, executed a certain Deed of Trust, dated September 4th, 1992, to Vaden Lackey, Jr., Trustee, of record in Book 5494, page 355, Register's Office for Davidson County, Tennessee (the "Deed of Trust"), which conveyed certain real and personal property in Davidson County, Tennessee, as more particularly described below; and

WHEREAS, by instrument dated May 7, 1997, of record in Book 10463, page 1, Register's Office for Davidson County, Tennessee, the owner and holder of the debt secured by said Deed of Trust, Union Planters Bank of Middle Tennessee, N.A., (formerly Fidelity Federal Bank, a Federal Savings Bank) appointed Rusty L. Moore and/or James A. Waechter as Successor Trustee in accordance with the provisions contained in said Deed of Trust; and

WHEREAS, as of March 3, 1997, at 8:00 a.m., Central Standard Time, there were no unreleased tax liens filed by the United States or the State of Tennessee against Richard A. Grooms, in the Register's Office for Davidson County, Tennessee; and

WHEREAS, default having been made by failure to comply with the terms, provisions and conditions set forth in that certain, Note secured by Deed of Trust (the "Note"), dated September 4, 1979, executed by Richard A. Grooms payable to the order of Union Planters Bank of Middle Tennessee, N.A. (formerly Fidelity Federal Bank, a Federal Savings Bank) and in the Deed of Trust, which secures the indebtedness therein described; the said indebtedness so secured

appurtenances, rents, royalties, mineral, oil and gas rights and profits, water, water rights and water stock, and all fixtures to the property, and together with the proceeds of any award or claim for damages, direct or consequential, in connection with any condemnation or other taking of all or any part of the property, or for conveyance in lieu of condemnation.

This is improved property known as 2401 A & B Buchanan Street, Nashville, Davidson County, Tennessee 37208.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said Union Planters Bank of Middle Tennessee, N.A., its successors and assigns, in as full and ample a manner as the said Rusty L. Moore, acting as Successor Trustee, has power to convey the same, but not further or otherwise.

Said property is conveyed subject to any unpaid taxes, mortgages, liens, encumbrances, easements, restrictions and other matters of record or otherwise that are prior in right to the lien of the said Deed of Trust.

IN WITNESS WHEREOF, the said Rusty L. Moore, acting as Successor Trustee, has hereunto set his hand as of the day and year first above written.

Rusty L. Moore
Successor Trustee

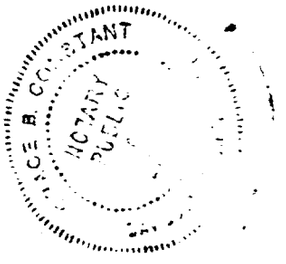
STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public of said county and state, Rusty L. Moore, Successor Trustee, the within named 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, at office, this 23rd day of June, 1997

Grace S. Constant
Notary Public

My Commission Expires: 11-28-98



STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, which ever is greater, for this transfer is $28,800.00.

Affiant

Sworn to and subscribed before me
this 23rd day of June, 1997.

June E. Atkinson
Notary Public

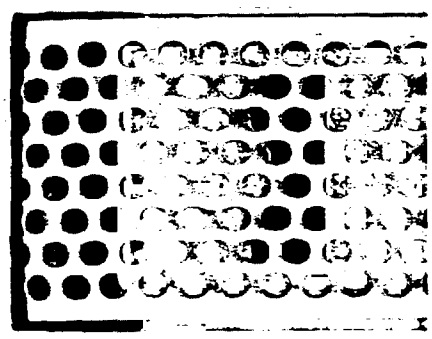
JUNE E. ATKINSON NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

My Commission Expires:
May 28, 2000

1099 10/17 0101 03CHECK 119.56

97OCT17 PM12:04
FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE
0360146



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

RECEIVED OF _____

FOR _____

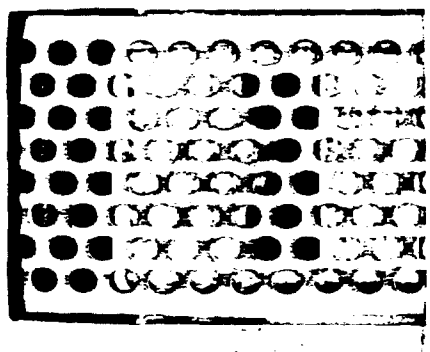
BOOK 10649 PG 601

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 28800.00
CON TX 106.56
PRFEE 1.00
WDEED 12.00
TOTAL 119.56
CHECK 119.56
10/17/97 01 12:07 0001 1099

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0360146
IDENTIFICATION REFERENCE

97 OCT 17 PM 12:04
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1210390