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SUCCESSOR TRUSTEE'S DEED

BOOK 10831 PG 706

This instrument prepared by:
Lea W. Stouffer
Farris, Warfield & Kanaday, PLC
424 Church Street, Suite 1900
SunTrust Center
Nashville, TN 37219

Address New Owner(s) as Follows:	Send Tax Bills To:	Map and Parcel No.:
Smith Realty Interests, L.P. 5550 Franklin Road, Suite 201 Nashville, TN 37220	Same	52-1-A-133.00CO

SUCCESSOR TRUSTEE'S DEED

This Successor Trustee's Deed is made and entered into on this the 9th day of March, 1998, by Lea W. Stouffer, Successor Trustee ("Successor Trustee").

WHEREAS, by Deed of Trust dated the 26th day of January, 1994, of record in Book 9231, page 63, Register's Office for Davidson County, Tennessee (as assigned, the "Deed of Trust"), Bobby Richards and wife, Curletha Richards, conveyed to Escrow Corp. of Sumner County, Trustee, the Property (as hereinafter defined), to secure payment to Smith Realty Interests, L.P. (the "Lender") of a certain indebtedness described in the Deed of Trust (the "Indebtedness"), which Indebtedness is presently held and owned by Lender as evidenced by that certain Assignment of record in Book 9231, page 67, said Register's Office and by that Assignment of Note and Deed of Trust of record in Book 10244, page 374, said Register's Office; and

WHEREAS, the Indebtedness became overdue and unpaid, and other conditions of default occurred, by reason of which the Lender declared the Deed of Trust to be in default; and

WHEREAS, Lender appointed Lea W. Stouffer to serve as Successor Trustee in place of Escrow Corp. of Sumner County in accordance with the terms of the Deed of Trust by an instrument of record in Book 10765, page 824, said Register's Office; and

WHEREAS, Lender directed the Successor Trustee to sell the Property as provided in the Deed of Trust, and the Successor Trustee caused notice to be published in The Nashville Record that the Property would be sold at 11:00 o'clock a.m. on March 9, 1998, at the front (south) door of the Davidson County Courthouse in Nashville, Tennessee (the "Foreclosure Notice"), such Foreclosure Notice appearing in said paper on February 12, 1998, February 19, 1998 and February 26, 1998; and

WHEREAS, the Successor Trustee further sent a copy of the Foreclosure Notice to Bobby Richards and wife, Curletha Richards, and following the appearance of the Foreclosure Notice in said newspaper the default was not cured; and

WHEREAS, the Successor Trustee at the time, place and date specified in the Foreclosure Notice offered the Property for sale, and after opening the floor for competitive bids, sold the Property to Smith Realty Interests, L.P. at the price of Fifty Thousand and NO/100 Dollars ($50,000.00), this being the highest, last and best bid.

NOW, THEREFORE, I, Lea W. Stouffer, Successor Trustee as aforesaid, in consideration of the premises and the sum of $50,000.00, to me in hand paid, the receipt of which is hereby acknowledged, by these presents do transfer and convey unto Smith Realty Interests, L.P., its successors and assigns (the "Grantee") all of my right, title and interest in and to the following described real estate, together with all the improvements now located on the Property, and all easements, rights, appurtenances, rents and profits now existing in connection with the Property or derived therefrom, and all fixtures now attached to the Property, all of which shall be deemed to be a part of the Property, but no further or otherwise, located in Davidson County, Tennessee (collectively, the "Property"), and more particularly described as follows, to wit:

Being Unit 133 on the Plan of Coventry Woods, Phase 1, of record in Plat Book 6200, page 200, and more specifically set out in Exhibit A of record in Book 6966, page 370, Register's Office for Davidson County, Tennessee, to which plan reference is here made for a more complete and accurate description.

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Being the same property conveyed to Bobby Richards and wife, Curletha Richards, by Deed from Thomas S. Smith and wife, Jane M. Smith, of record in Book 9231, page 60, Register's Office for Davidson County, Tennessee.

The Property is improved property.

The street address of the Property is believed to be 133 Coventry Woods Drive, Madison, Tennessee 37115, but such address is not part of the legal description of the Property. In the event of any discrepancy, the legal description herein shall control.

To have and to hold the Property, and free from all legal, equitable, and statutory rights of redemption, exemption or homestead, all rights arising by virtue of marriage, and all other similar exemptions and rights arising under or created by any applicable statute or judicial decision, all of which are expressly waived in the Deed of Trust, as provided in, but only to the extent provided in, said Deed of Trust.

Grantee hereunder accepts title to the Property and all improvements thereon in an AS IS WHERE IS condition, and without representation or warranty from Successor Trustee as to any matter whatsoever. Without limiting the foregoing, SUCCESSOR TRUSTEE DISCLAIMS ALL REPRESENTATIONS AND WARRANTIES, EXPRESS OR IMPLIED, OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR USE OR PURPOSE. ADDITIONALLY, SUCCESSOR TRUSTEE DISCLAIMS ALL REPRESENTATIONS AND WARRANTIES AS TO THE ABSENCE OR PRESENCE ON OR UNDER THE PROPERTY OF HAZARDOUS SUBSTANCES AS DEFINED BY ANY ENVIRONMENTAL LAWS, INCLUDING WITHOUT LIMITATION THE COMPREHENSIVE ENVIRONMENTAL RESPONSE, COMPENSATION, AND LIABILITY ACT ("CERCLA") OR SIMILAR FEDERAL AND STATE LEGISLATION (COLLECTIVELY, THE "ENVIRONMENTAL LAWS"). Grantee accepts title to the Property subject to any problems arising in connection with the Property and/or the improvements located thereon, including without limitation problems arising out of or in connection with deterioration of any improvements thereon, violations of the Environmental Laws, and potential flood hazards. By accepting the Successor Trustee's Deed, Grantee agrees to indemnify and hold the Successor Trustee harmless from any and all costs, expenses, and liability, including without limitation attorneys' fees, arising out of or in connection with any of the foregoing.

Said sale is subject to certain easements, restrictions, liens, taxes, etc., including, but not limited to the following to the extent applicable on the date hereof:

1. Any and all unpaid real and personalty taxes, plus penalty and interest, if any. Such taxes will not be pro-rated. Grantee assumes full liability for such taxes.

2. Rights or claims of parties in actual possession of all or any part of the Property.

3. Subject to the liens for any unpaid assessments and/or special assessments.

4. Such easements, building lines, recorded plans and restrictions as may be applicable, including but not limited to the following: (a) all matters on the Plan of record in Book 6200, page 200, and Book 6966, page 370, said Register's Office; and (b) Declaration of Covenants, Restrictions and By-Laws of record in Book 6966, page 333, and on Exhibit "C" of record in Book 6966, page 370, said Register's Office; and (c) First Amendment to the By-Laws of Coventry Woods Homeowners Association of record in Book 9665, page 575, said Register's Office.

5. Any mechanics' and materialmen's liens, filed or unfiled, which take priority over the Deed of Trust upon which this foreclosure sale is had. RM 10831 PG 08

6. Title to that portion of the Property lying within the bounds of any roads, streets, or highways.

7. Encroachments, overlaps, boundary line disputes or other matters which would be shown by an accurate survey or inspection of the Property.

8. Any and all deeds of trust and/or fixture filings which take priority over the Deed of Trust upon which this foreclosure sale is had.

9. Any and all other matters, including, without limitation, liens, easements, restrictions, claims, defects, encumbrances, adverse claims and other matters which take priority over the Deed of Trust under which the foreclosure was held.

WITNESS the signature of the Successor Trustee on this the day and date first above written.

Lea W. Stouffer
Lea W. Stouffer, Successor Trustee

STATE OF TENNESSEE)
COUNTY OF Davidson)

Before me, Kay Fuller, a Notary Public of the State and County aforesaid, personally appeared Lea W. Stouffer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be the Successor Trustee, and that she as such Successor Trustee being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing her name as Successor Trustee.

Witness my hand and seal, at office in Nashville, Tennessee, this 9th day of March, 1998.

Kay Fuller
Notary Public

My commission expires: 9-23-2000

STATE OF TENNESSEE)
COUNTY OF Davidson)

The actual consideration or value whichever is greater, for this transfer is Fifty Thousand and No/100 Dollars ($50,000.00).

Julie A. Carson
Affiant

Subscribed and sworn to before me this the 9th day of March, 1998.

Kay Fuller
Notary Public

My commission expires: 9-23-2000

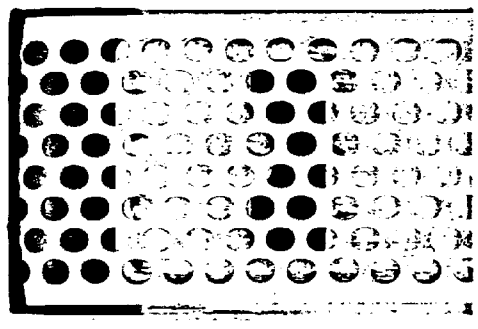
47176.4

3783 03/10 0101 03CHECK 198.00

98 MAR 10 PM 3:28

IDENTIFICATION REFERENCE

041045



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

RECEIVED OF _____

FOR _____

BOOK 10831 PG 709

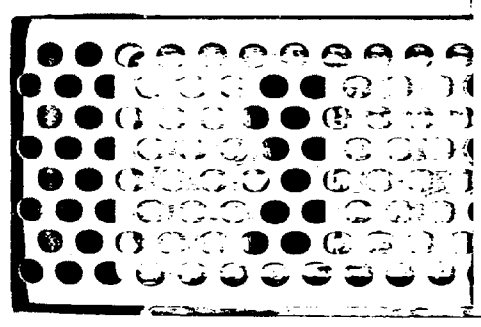
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT 50000.00
CON TX 185.00
PRFEE 1.00
MISC 12.00
TOTAL 198.00
CHECK 198.00

03/10/98 01 15:26 0001 3783

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



04104456
IDENTIF. ← REFERENCE

98 MAR 10 PM 3:28

REGISTER'S OFFICE
DAVIDSON COUNTY, TN

No.1264179