(3803640610) This Instrument was prepared by: Crislip, Philip & Associates, 147 Jefferson Ave., Ste. 300, Memphis, TN (901) 525-2427

SUBSTITUTE TRUSTEE'S DEED

On the 17th day of February, 1995, **MARILYN A. COOK AND CHARLES I. HIGH** executed a Deed of Trust to James A. Crislip as Trustee, a certain Deed of Trust recorded in the Register's Office of Davidson County, Tennessee in **Book 9599, Page 962** and James A. Crislip of Shelby County, Tennessee was substituted in his place and stead as Substitute Trustee of record in the Register's Office of Davidson County, Tennessee in **Book 10881, Page 173.**

The property is known as 2431 Paulawood Drive, Nashville, Davidson County, Tennessee 37207and is fully set forth and described hereafter.

The obligor defaulted in the payment of the debts and obligations secured by the Deed of Trust and the holder of the note evidencing such obligation requested the undersigned to advertise and sell the property conveyed thereby, according to the terms of the Deed of Trust, and in accordance with such request, the property was advertised for sale in **The Nashville Record** newspaper, which is a weekly newspaper published in Nashville, Tennessee, for three (3) consecutive weeks, such advertisement appearing on April 30, May 7, and May 14, 1998. Such advertisement gave the time, terms, place of sale and description of the property and at the time set out which was Friday, May 22, 1998 1997 at 12:00 noon and at the place mentioned in the advertisement which was the South Lobby of the Davidson County Courthouse in Nashville, Tennessee. The said property was offered for sale, at public outcry to the highest and best bidder for cash, at which sale the property was struck off and sold to **UNITED COMPANIES LENDING CORPORATION** for the sum of Thirty-Six Thousand Three Hundred Thirty and 00/100 ($36,330.00) Dollars, which was the highest and best valid bid offered, and the purchaser, United Companies Lending Corporation has complied with its bid by payment of such sum to the Substitute Trustee.

NOW, THEREFORE, the undersigned, John B. Philip, Substitute Trustee, does hereby bargain, sells, and conveys unto the said United Companies Lending Corporation, the property above mentioned and now more fully described as follows:

Land in Davidson County, Tennessee, being Lot No. 311A, on the Resubdivision of Shepardwood, Part 4, as of record in Book 6250, page 522, said Register's Office. Said Lot No. 311A is also part of Lot No. 311 of Shepardwood Section 4, of record in Book 5210, Page 159, said Register's Office.

Being the property described by deed of record in Book 8410, Page 776, in the Register's Office for Davidson County, TN.

Parcel No. 71-04-275.00

3100 05/29 0101 03CHECK 143.43

The said John B. Philip, Substitute Trustee, hereby warrants the title to the above described property against the lawful claims of all persons claiming the same by, through or under him, but not further or otherwise.

The proceeds of sale have been disbursed as required by law.

IN WITNESS WHEREOF, the said John B. Philip, Substitute Trustee, has hereunto set his hand this 22nd day of May, 1998.

JOHN B. PHILIP, SUBSTITUTE TRUSTEE

0443385
IDENTIF. & REFERENCE

98 MAY 29 AM 11:39
FELIX P. LIEBERMAN REGISTER
DAVIDSON COUNTY, TN.

BOOK 10950 PG 895

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 22nd day of May, 1998, before me, a Notary Public in and for the State of Tennessee and County of Shelby, duly commissioned and qualified, personally appeared John B. Philip, to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed.

WITNESS my hand and Notarial Seal at office the day and year above written.

NOTARY PUBLIC

AFFIDAVIT OF VALUE

STATE OF TENNESSEE
COUNTY OF SHELBY

I, or we, hereby swear or affirm that to the best of the affiant's knowledge, information, and belief, the actual consideration for the transfer or value of the property transferred, whichever is greater, is, Thirty-Six Thousand Three Hundred Thirty and 00/100 ($36,330.00) Dollars, which amount is equal to or greater than the amount which the property transfer would command at a fair and voluntary sale.

AFFIANT

SUBSCRIBED and sworn to before me this 22nd day of May, 1998.

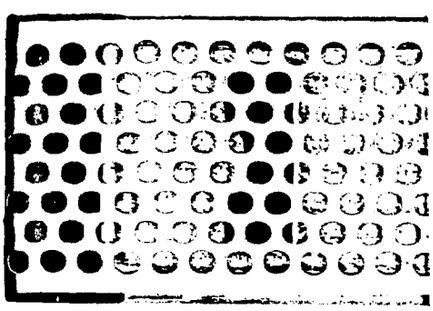
NOTARY PUBLIC

FOR REGISTER'S USE ONLY

Property known as:
2431 Paulawood Drive
Nashville, TN 37207

GRANTEE & Send Tax Notice to:
UNITED COMPANIES LENDING CORP.
P.O. Box 1591
Baton Rouge, LA 70821

This Instrument was prepared by:
CRISLIP, PHILIP & ASSOCIATES
147 JEFFERSON AVE., SUITE 300
MEMPHIS, TN 38103
(901) 525-2427



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

RECEIVED OF _____

FOR _____

BOOK 10950 PG 896

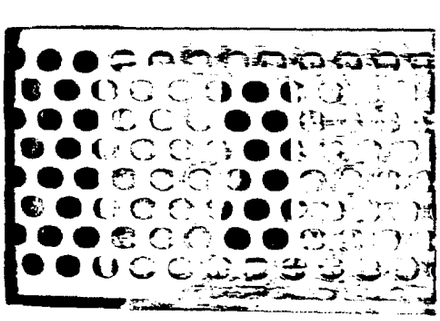
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT	36320.00
CON TX	134.42
PRFEE	1.00
WDEED	8.00
TOTAL	143.42
CHECK	143.42

05/29/98 01 11:41 0001 3100

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0443385
IDENTIF. & REFERENCE
98 MAY 29 AM 11:39
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1299046