BOOK 10983 PG 14

This Instrument Prepared By: David M. Smythe
Second Floor, Pilcher Building
144 Second Avenue, North
Nashville, TN 37201
(615) 255-4849

SUBSTITUTE TRUSTEE'S DEED

Address New Owner(s) As Follows: Send Tax Bills To: Map-Parcel Nos.

Mail

Prime Time Investments II, Inc.
905 Warrior Drive
Murfreesboro, TN 37128

Same

Map 147-3-0-B
108.00 CO

I, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $18,021.80 (which includes the $6,600.00 purchase price, plus the assumption of a first mortgage in the unpaid balance of $10,209.80 as well as the assumption of unpaid Condominium assessments in the amount of $1,112.00).

David M Smythe
Affiant

Subscribed and sworn to before me, this 12th day of June, 1998.

Elizabeth M. Amos
Notary Public

NOTARY PUBLIC

My Commission Expires: 1/20/99.

WHEREAS, by Deed of Trust dated March 15, 1996, and recorded in Book 9988, Page 92, Register's office for Davidson County, Tennessee, Sam Peoples, unmarried, conveyed to Guaranty Title Company, Trustee, the hereinafter described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein set forth; and

WHEREAS, the holder of the debt secured the appointment of undersigned as Substitute Trustee by instrument recorded in Book 10909, Page 405, said Register's office; and

WHEREAS, default was made in the terms and conditions of said Deed of Trust, and the beneficiary requested the undersigned to advertise and sell said property under the terms and provisions of said Deed of Trust; and

WHEREAS, in pursuance of said request of said beneficiary, the said property was advertised for sale in conformity with the terms and provisions of said Deed of Trust, and said advertisement appeared in the Nashville Record on May 14, 1998, May 21, 1998, and May 28, 1998; and

WHEREAS, pursuant to the Notice of Sale, the foreclosure sale was appointed to be held on the 11th day of June, 1998, at 11:00 o'clock A.M. at the south front door of the Davidson County Courthouse, Nashville, Tennessee; and

WHEREAS, at the time and place mentioned in said advertisement, the undersigned offered said property for sale at public outcry to the highest and best bidder for cash at which sale, Prime Time Investments II, Inc., a Tennessee corporation, being the highest and best bidder became the purchaser of said property at and for the sum of Six Thousand Six Hundred Dollars ($6,600.00), plus the assumption of a first mortgage indebtedness

in the amount of Ten Thousand Two Hundred Nine and 80/100 Dollars ($10,209.80) as well as the assumption of unpaid Condominium Assessments in the amount of One Thousand Two Hundred Twelve Dollars ($1,212.00).

NOW, THEREFORE, in consideration of the premises, and the said purchase price bid and paid, undersigned, as the Substitute Trustee, does hereby grant, bargain, sell, transfer, and convey unto Prime Time Investments II, Inc. the following real estate:

> Being Unit No. A-30 of Southern Hills Condominium created under Title 66, Chapter 27, Section 101, et seq., As Amended, Tennessee Code Annotated, and as established by a Master Deed, or record in Book 6594, Page 502, Register's Office for Davidson County, Tennessee, together with the undivided percentage interest in the common elements appurtenant to said unit as set forth in Exhibit A-1 of said Master Deed. Reference is hereby made to the Plat of Southern Hills Condominium as set forth in Exhibit A-2 of said Master Deed for a more complete identification and description of such Unit.
>
> Being the same property conveyed to Sam Peoples by deed from Resolution Trust Corporation, as Receiver for Metropolitan Federal Savings and Loan Association, F. A., of record in Book 9560, Page 386, said Register's office.

to have and to hold the same, together with all the hereditaments, improvements, buildings, easements, and appurtenances therein and thereunto belonging and appertaining, in fee simple, forever and free from all right of homestead, equity of redemption, statutory right of redemption and all other rights and exemptions of every kind including, but not limited to, any statutory right to an elective share in the property in the maker of said Deed of Trust, and all persons claiming through and under said maker.

UNDERSIGNED, as Substitute Trustee, does hereby transfer, assign, and set over unto Prime Time Investments II, Inc., its successors and assigns, all of the covenants or warranties contained in the aforesaid Deed of Trust, and does hereby warrant the title to the aforesaid real estate as fully and completely as he is authorized to do as such Substitute Trustee, but no further or otherwise. Undersigned makes no warranties as to condition, location or set back of improvements on the property. This conveyance is subject to such priority tax liens and prior encumbrances as may appear of record, as well as a certain first lien mortgage indebtedness owed to NationsBank Mortgage Company of record in Book 9560, Page 396, said Register's office, as well as certain unpaid Condominium assessments owed to the Southern Hills Condominium Association, Inc., as well as all ad valorem property taxes which may be of record or applicable to said property.

The designation of the parties to this instrument in either the plural or singular shall be applied to mean either number, and where appropriate in the context hereof, shall mean any one or more of said parties, and any pronoun used herein shall include the masculine, feminine and neuter genders.

IN WITNESS WHEREOF, undersigned has hereunto set his hand and seal, this 12th day of June, 1998.

David M. Smythe
Substitute Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Elizabeth M. Amos, a Notary Public in and for the said county and State, the within named bargainor, David M. Smythe, Substitute Trustee, with whom I am personally acquainted, (or who proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purpose therein contained.

Witness my hand and official seal at office this 12th day of June, 1998.

Elizabeth M. Amos
Notary Public

My Commission Expires: 1/20/99.

NOTARY PUBLIC AT LARGE

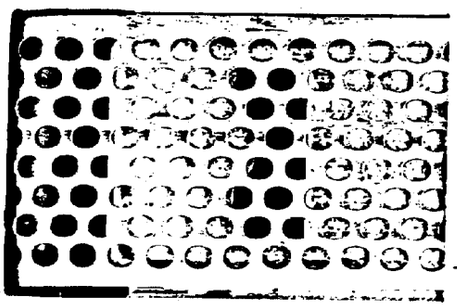
2804 06/18 0101 03CHECK 79.68

045421
IDENTIF. # REFERENCE

98 JUN 18 PM 2:23

FELIX Z. [illegible] REGISTER
DAVIDSON COUNTY, TN.

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



RECEIVED OF _____

FOR _____

BOOK 10983 PG 17

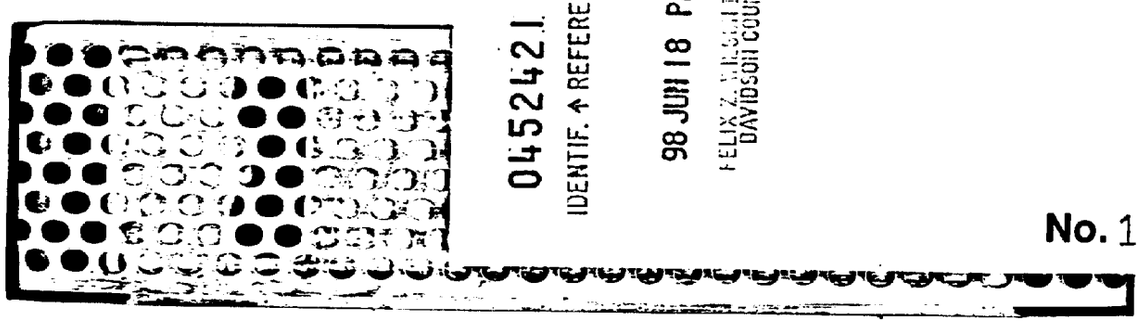
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

MAMT 18021.80
VOID
MAMT 18021.80-
CAMT 18021.80
CON TX 66.68
PRFEE 1.00
MDEED 12.00
TOTAL 79.68
CHECK 79.68

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

06/18/98 01 14:24 0001 2804



98 JUN 18 PM 2:23
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

0452421
IDENTIF. # REFERENCE

No. 1308645