WARRANTY DEED

BOOK 11051 PAGE 889

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 159,000.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 3rd DAY OF August 19 98

Candace Y. Barnett
Notary Public

MY COMMISSION EXPIRES: 10-31-2001
(AFFIX SEAL)

THIS INSTRUMENT WAS PREPARED BY
Premier Title & Escrow, LLC, 4301 Hillsboro Road, Suite 300, Nashville, Tennessee 37215

ADDRESS NEW OWNER(S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Barbara L. Smith (NAME)	America's Wholesale Lender (NAME)	MAP 141-12D
138 Morton Mill Circle (ADDRESS)	155 North Lake Avenue (ADDRESS)	PARCEL 138CO
Nashville, Tennessee 37221 (CITY) (STATE) (ZIP)	Pasadena, CA 91109 (CITY) (STATE) (ZIP)	

FOR AND CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE, Miles Gary Proper and wife, Pam H. Proper

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO - Barbara L. Smith, unmarried

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN Davidson COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS, TO-WIT:

Land in Davidson County, Tennesse, being Lot No. 138 (and driveway serving said Lot) on the Plan of the Second Revision of Morton Mill Estates, a Planned Unit Development, of record in Book 7900, page 226, said Register's Office, to which said plan reference is hereby made for a more complete description thereof.

BEING the same property conveyed to Miles Gary Proper and wife, Pam H. Proper, by deed from Morton Mill, a Tennessee Joint Venture, of record in Book 8764, page 546, Register's Office for Davidson County, Tennessee.

This conveyance is subject to (a) 1998 real property taxes which have been prorated and assumed by the grantee(s); (b) all matters appearing on the plan of record in Book 7900, page 561, said Register's Office; and (c) restrictive covenants of record in Book 7936, page 704, and Book 8079, page 804, said Register's Office.

MAIL ENV. AND TAX

98 AUG -4 PM 3:57

REGISTER'S OFFICE
DAVIDSON COUNTY, TENN.

IDENTIFYING REFERENCE

0470882

unimproved ( )
This is improved (X) property, known as 138 Morton Mill Circle, Nashville, Tennessee 37221
(House Number) (Street) (P.O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hand s this 3rd day of August 19 98

x Miles Gary Proper
Miles Gary Proper

x Pam H. Proper
Pam H. Proper

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STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, the within named Miles Gary Proper and wife, Pam H. Proper

the bargainor s, with whom I am personally acquainted or proved to me on the basis of satisfactory evidence, and who acknowledged that they executed the within instrument for the purposes therein contained. Witness my hand and official seal at Nashville, Tennessee, this 3rd day of August, 19 98.

Commission expires 11/27/99

Notary Public

STATE OF TENNESSEE
COUNTY OF

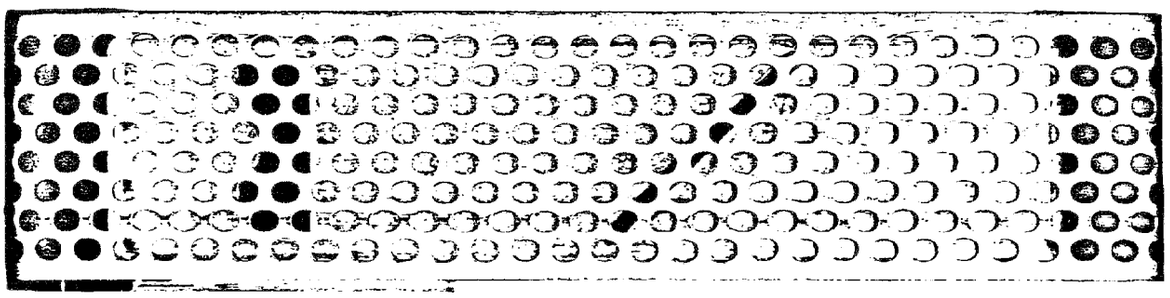
Before me, _____ a Notary Public within and for the State and County aforesaid, personally appeared _____ and _____ with whom I am personally acquainted and who upon _____ oath(s) acknowledged _____ to be the _____ and _____ respectively of the _____ the within named bargainor, and corporation, and that _____ as such _____ and _____ being authorized so to do, execute the foregoing instrument for the purposes therein contained by signing the name of the corporation, by the said _____ as such _____, and attesting the same by the said _____ as such _____.

Witness my hand and official seal at office at _____ on this the _____ day of _____ 19_____.

My commission expires _____

_____
Notary Public

2534 08/04 0101 CHECK



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

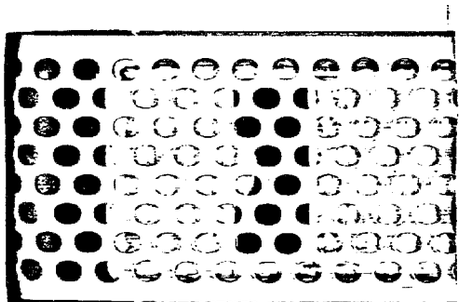
RECEIVED OF _____

FOR _____

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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	159000.00
CON TX	588.30
PRFEE	1.00
WDEED	8.00
CFEE	2.00
TOTAL	599.30
CHECK	599.30

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK 08/04/98 02 15:58 0001 2534

04 70882
IDENTIFICATION REFERENCE

98 AUG -4 PM 3:57
REGISTER'S OFFICE
DAVIDSON COUNTY, TN.

No. 1328131