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THIS INSTRUMENT PREPARED BY:
William T. Hill, Attorney at Law
First American Center
315 Deaderick Street, Suite 1230
Nashville, Tennessee 37238-1230

SUBSTITUTE TRUSTEE'S DEED

Address New Owner and Send Tax Bills To:
Banc One Financial Services, Inc.
P.O. Box 50417
Indianapolis, Indiana 46250-0417

Map-Parcel Numbers:
150-04-0 016.00

WHEREAS, Default having been made in the terms and conditions of payments, pursuant to a certain Deed of Trust executed by LARRY A. LESLIE, et ux. DOROTHY T. LESLIE to S.M.S. OF TENNESSEE, Nashville, Tennessee, Trustee, on the 26th day of July, 1996 and being of record in Record Book 10705, page 746, Register's Office for Davidson County, Tennessee, referred to herein as the deed of trust, which conveyed certain real property, appurtenances, estate, title and interest therein in trust to secure the indebtedness described therein, which indebtedness is now due and unpaid and has been declared in default by the lawful owner thereof.

WHEREAS, Appointment of Substitute Trustee having been duly executed by the holder of the note and beneficiary of said Deed of Trust, Appointment of Substitute Trustee being of record in Book 10993, Page 347, in the Register of Deed's Office, Davidson County, Nashville, Tennessee, and appointing William Timothy Hill as Successor Trustee.

WHEREAS, the Substitute Trustee, after due advertisement as required by law and as required by the terms of the Deed of Trust, offered the Property for sale to the highest bidder for cash, at public outcry, at Twelve o'clock Noon (12:00 P.M.), August 11, 1998, at the Davidson County Courthouse, Nashville, Tennessee, when and where Banc One Financial Services, Inc. ("Grantee"), became the last and highest bidder at the price of One Hundred Twenty One Thousand Six Hundred Ten and No/100ths Dollars ($121,610.00).

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0474284

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NOW, THEREFORE, in his capacity as Substitute Trustee, and not otherwise, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of which are acknowledged, William Timothy Hill, Substitute Trustee, hereby conveys the Property to the Grantee and the Grantee's heirs or successors and assigns.

TO HAVE AND TO HOLD the Property in as full and complete manner as the undersigned, in his capacity as Substitute Trustee, and not otherwise, has the power to convey.

William Timothy Hill, as Substitute Trustee, and not otherwise, warrants the title to the Property to the Grantee and Grantee's heirs or successors and assigns, against the lawful claims of all persons claiming by, through or under him. The quantity or quality thereof, and expressly subject to the following:

1. Any and all unpaid taxes and assessments, plus interest and penalty, if any.

2. Any and all other prior restrictions, encumbrances, or liens of any nature.

Words used herein indicating number or gender shall be read as context may require.

Dated this ___th day of _____, 199__.

_____
William Timothy Hill, as
Substitute Trustee and not otherwise

STATE OF TENNESSEE
COUNTY OF

Personally appeared before me, a Notary Public in and for said County and State, the within named William Timothy Hill, Substitute Trustee, 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 contained therein.

Witness my hand and official seal at Nashville, Tennessee, this 12th day of August, 1996.

Vicki M. Glover
Notary Public
My commission expires: My Commission Expires MAY 26, 2002

NOTARY PUBLIC AT LARGE

STATE OF TENNESSEE
COUNTY OF

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $121,610.00.

Affiant

Subscribed and sworn to before me this 11th day of August, 1998.

Vicki M. Glover
Notary Public

My commission expires: My Commission Expires MAY 28, 2002

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EXHIBIT A

The following described property located in Davidson County, Tennessee, to wit:

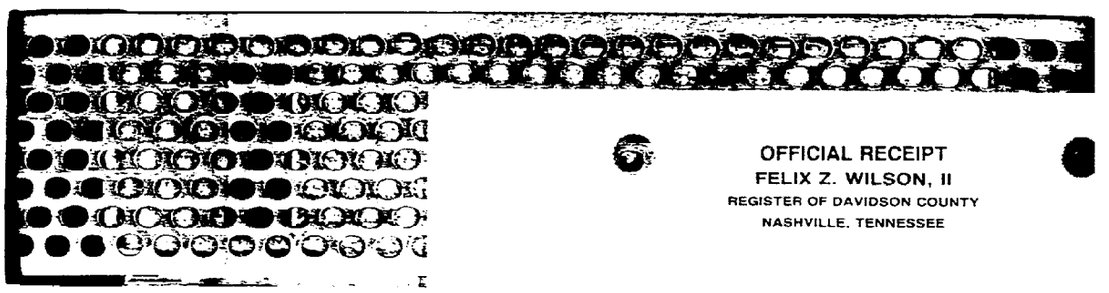
A certain tract or parcel of land located in Davidson County, State of Tennessee, and being more particularly described as follows:

Land in Davidson County, Tennessee, being Lot No. 557 on the Plan of Section One-A, Kensington of Priest Lake, as of record in Plat Book 5200, Page 707, Register's Office for said County, to which plan reference is made for a more complete description.

Being part of the same property conveyed to Larry R. Leslie and wife, Dorothy T. Leslie by Philhall Corp., by Charles S. Wells, Jr., Vice-President, dated June 05, 1985, recorded June 10, 1985, in Book 6578, Page 7, Register's Office for Davidson County, Tennessee.

This is improved property known as 3805 Hillshire Drive, Antioch, TN 37013.

The sale is subject to liens, easements, encumbrances, property tax and other matters, if any, which are prior in right to the lien of the deed of trust subject of this foreclosure.



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

RECEIVED OF _____

FOR _____

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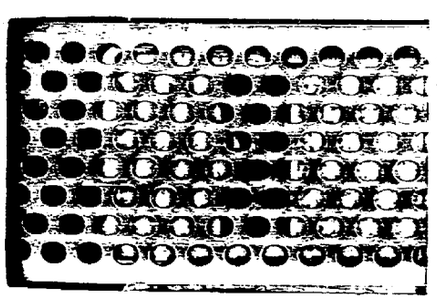
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID

CAMT	
	121610.00
CON TX	449.96
PRFEE	1.00
MISC	16.00
CFEE	2.00
TOTAL	468.96
CHECK	468.96

08/12/98 01 15:19 0001 6244

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0474284
REGISTER'S REFERENCE

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REGISTER
DAVIDSON COUNTY, TN.

No. 1331792