TRUSTEE'S DEED

THIS INDENTURE, made this 27th day of August, 1998, by and between CHARLES H. CHILD, Substitute Trustee, of Knoxville, Tennessee, Party of the First Part, and THE BANK OF NEW YORK AS TRUSTEE UNDER THE POOLING AND SERVICING AGREEMENT DATED AS OF MAY 31, 1997, SERIES 1997-B, Party of the Second Part.

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WITNESSETH:

That, WHEREAS, on the 5th day of May, 1997, Donald Mcateer, Syntanna Rubach, Kimberly Omel and Tyler Omel, executed a Deed of Trust to Tony Benson, Trustee, to secure a Promissory Note in the original amount of $108,000.00, the same being payable to TMS Mortgage Inc., dba The Money Store, said note being payable in monthly installments as set forth in the Deed of Trust which is of record in the Register's Office of Davidson County, Tennessee, in Trust Book 10448, Page 492, et seq., to which reference is here made; and

WHEREAS, the owner and holder of said indebtedness did appoint Charles H. Child, Party of the First Part, as Substitute Trustee, by indenture recorded on the 12th day of June, 1998, in Book 10974, Page 365, in the Register's Office of Davidson County, Tennessee, wherein the original Deed of Trust referred to conveyed the following described property; to-wit:

All that parcel of land in Davidson County, State of Tennessee, as more fully described in Deed Book 9249, Page 196, ID #83-09-0-351, being known and designated as Lot 70, Subdivision of the A.V.S. Lindsley 29 Acre Tract, filed in Plat Book 57, Page 66.

Being the same premises conveyed from Joseph R. Prochaska to Donald Mcateer, Syntanna Rubach, Kimberly Omel and Tyler Omel, in Deed Book 9249, Page 196, Executed 12/13/93, recorded 2/14/94.

WHEREAS, the same was not paid and the owner and holder of said indebtedness declared the entire amount due and payable and default was made therein and thereupon, at the request of the beneficiary of said Trust, the party of the first part as Substitute Trustee, did advertise the said property as in said Trust provided in a weekly newspaper published in Davidson County, Tennessee; to-wit: The Nashville Record giving the time, place and terms of sale; and

WHEREAS, on the 27th day of August, 1998, at 10:00 a.m. at the main south door of the Courthouse, Nashville, Davidson County, Tennessee, (the time and place fixed) the said property was offered for sale at public auction for sale for cash in hand in bar of the equity of redemption as provided in said Trust, and being cried at a reasonable time, was finally struck off to the party of the second part hereto at its bid of $ 60,000.00, being the highest and best bidder, which sum was in hand and then applied to said Deed as directed and provided.

NOW THEREFORE, in consideration of the premises and the sum sold for said bid and paid, the party of the first part hereto as

THE ABOVE DESCRIPTION IS THE SAME AS THE PREVIOUS DEED OF RECORD. NO BOUNDARY SURVEY HAVING BEEN MADE AT THE TIME OF THIS CONVEYANCE.

PREPARED BY:
Charles H. Child
P. O. Box 219
Knoxville, TN 37901

Mail -

PERSON OR AGENCY RESPONSIBLE FOR PAYMENT OF TAXES:
The Bank of New York as Trustee
c/o The Money Store
(NAME OF PERSON OR AGENCY)
4111 So. Darlington, Su. 300
Tulsa, Oklahoma 74135
(ADDRESS OF ABOVE PARTY)

PROPERTY OWNER:
The Bank of New York as Trustee
c/o The Money Store
4111 So. Darlington, Su. 300
Tulsa, Oklahoma 74135

MORT...

Map Parcel #
083-09-0-351.00

Substitute Trustee does hereby bargain, sell, transfer and convey unto the party of the second part the parcel or lot of land hereinbefore described to have and to hold the same together with all hereditaments, improvements, building easements, appurtenances hereto and appertaining as an inheritance in fee, free of all rights and equities of redemption and the makers of the Trust Deed and all persons claiming through or under them. The party of the first part covenants as Substitute Trustee that he is lawfully seized of said property, has good right to convey and will and does warrant to the party of the second part, his heirs and assigns, the title to said property against all persons claiming by, through and under the party of the first part, but no further otherwise.

WITNESSETH the hand of the party of the first part the day and year first above written.

Charles H. Child
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE)
) ss.
COUNTY OF KNOX)

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Personally appeared before me, the undersigned authority, a Notary Public in and for said county and state, CHARLES H. CHILD, Substitute Trustee, the within named bargainor, with whom I am personally acquainted, and who acknowledges that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at office in Knoxville, Tennessee, this 27th day of August, 1998.

Linda Webb
NOTARY PUBLIC
My Commission Expires: 12-2-98.

STATE OF TENNESSEE
COUNTY OF DAVIDSON
THE ACTUAL CONSIDERATION OR TRUE VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 62,000.00
Charles H. Child
AFFIANT
SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 27th DAY OF August 1998.
M Chandler
Deputy Register

0480268
IDENTIFICATION REFERENCE

98 AUG 27 AM 10:40

2673 08/27 0101 03CHECK 233.00

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	60000.00
CON TX	222.00
PRFEE	1.00
MISC	8.00
CFEE	2.00
TOTAL	233.00
CHECK	233.00

08/27/98 01 10:40 0001 2673

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0480268
IDENTIF. & REFERENCE

98 AUG 27 AM 10:40

No.1338153