Box 40-B

SEND TAX BILLS TO NEW OWNER:
Associates Financial Services Company, Inc.
300 Decker Drive, Suite 300
Irving, Texas. 75062

Map 107-9
Parcel 100
2DA-54255

THIS INSTRUMENT PREPARED BY:
Robert F. Doyle, Attorney
613 Woodland Street
Nashville, Tennessee. 37206

SUBSTITUTE TRUSTEE'S DEED

BOOK 11112 PAGE 774

WHEREAS, under a Deed of Trust dated September 21, 1995, and recorded in Book 9804, page 749, Register's Office, Davidson County, Tennessee, CLARENCE I. LOONEY AND WIFE, EVA W. LOONEY conveyed to Karen Taylor, Trustee, the hereinafter described property to secure the therein mentioned indebtedness; and

WHEREAS, by instrument dated August 17, 1998 and recorded in Book 11087, page 214, Register's Office, Davidson County, Tennessee, the lawful owner and holder of the indebtedness described in and secured by the aforementioned Deed of Trust, nominated and appointed Robert F. Doyle as Substitute Trustee; and

WHEREAS, default having been made in the terms, conditions and payments made as provided for in said Deed of Trust, and the lawful owner and holder of said indebtedness having declared the entire debt and interest due and payable; and

WHEREAS, the lawful owner and holder of said indebtedness having requested Robert F. Doyle, Substitute Trustee, to sell said property in satisfaction of the indebtedness; and

WHEREAS, I, Robert F. Doyle, Substitute Trustee, did give twenty one days notice of the time, place and terms of the sale by advertisement in three weekly publications in The Nashville Business Journal a newspaper, published in Davidson County, Tennessee, said advertisement appearing in the editions of said newspaper under the dates of August 21st., and 28th., and September 4th., 1998 stating that on September 15, 1998, at 10:00 A.M. at the South door of the Davidson County Courthouse, as located on the Public Square in Nashville, Tennessee, said property hereinafter described would be sold to the best and highest bidder for cash at public outcry, free from equity of redemption, the statutory right of redemption, homestead, dower, and all other exemptions which are expressly waived in said Deed of Trust, but subject to any and all unpaid real estate taxes; restrictive covenants, easements, setback lines, and any and all redemption rights, including the right of redemption of any governmental agency, and any prior liens or encumbraces, and

WHEREAS, on said date at the time and place stated in said advertisement, and on said terms, I, Robert F. Doyle, Substitute Trustee, offered said property for sale at public outcry and sold said property to Associates Financial Services Company, Inc. for $62,000.00, which amount was the highest, best and last bid.

NOW, THEREFORE, FOR AND IN CONSIDERATION OF THE SUM of the highest, best and last bid as set out above, the receipt of which is hereby acknowledged, I, Robert F. Doyle, Substitute Trustee do hereby bargain and sell, and by these presents transfer and convey unto the said Associates Financial Services Company, Inc. (hereinafter referred to as Grantee) its successors and assigns, the following described property in the State of Tennessee, Davidson County, to-wit:

Land in Davidson County, Tennessee, being Lot No. 30 on the Plan of Patricia Heights Subdivision, Section I, as of record in Book 2331, page 131, Register's Office for said County.

Said Lot No. 30 fronts 65 feet on the northeasterly side of Rexdale Drive and runs back 185.5 feet on the northwesterly line and 201.4 feet on the southeasterly line to a broken line in the rear on which it measures 120.3 feet.

Being the same property conveyed to Clarence I. Looney and wife, Eva W. Looney, by deed from Robert Morris Alexander and wife, Anna H. Alexander, of record in Book 4647, page 575, in the Register's Office for Davidson County, Tennessee.

This is improved property located at 904 Rexdale Drive, Nashville, Tennessee. 37217

TO HAVE AND TO HOLD said property with the appurtenances, estate, title, and interest thereto belonging to the Grantee, its successors and assigns, forever, but subject to said Davidson County real estate taxes, restrictive covenants, easements, setback lines, etc. as aforesaid, of record in said Register's Office.

And I do further transfer and assign unto the said Grantee all of the rights and benefits of the covenants and warranties in said Deed of Trust in as full and ample manner as under it, I can or should do, but I convey and assign as Trustee and not any further or otherwise.

WITNESS my hand on this 15th day of September, 1998.

Robert F. Doyle, Substitute Trustee

SUBSTITUTE TRUSTEE

BOOK 11112 PAGE 776

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Robert F. Doyle, Substitute Trustee, the bargainor, 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 therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, on this 15th day of September, 1998.

Jo Ann Smith

MY COMMISSION EXPIRES 11/28/98 NOTARY PUBLIC

JO ANN SMITH NOTARY PUBLIC STATE

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $62,000.00.

0930 09/15 0101 03CHECK 244.40

Robert F Doyle

Affiant

Subscribed and sworn to before me, this 15th day of September, 1998.

Jo Ann Smith

MY COMMISSION EXPIRES 11/28/98 NOTARY PUBLIC

JO ANN SMITH NOTARY PUBLIC STATE

98 SEP 15 AM 10:53

FELIX Z. WILSCH II REGISTER
DAVIDSON COUNTY, TN.

IDENTIFICATION REFERENCE 0487987

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 11112 PAGE 777

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 62000.00
CON TX 229.40
PRFEE 1.00
WDEED 12.00
CFEE 2.00
TOTAL 244.40
CHECK 244.40

09/15/98 01 10:54 0001 0930

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0487987
IDENTIF. & REFERENCE

98 SEP 15 AM 10:53
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1346316