This Instrument Prepared by:
Robert M. Wilson, Jr.
WILSON & ASSOCIATES, P.L.L.C.
17 West Pontotoc
Memphis, Tennessee 38103
(901) 578-9914

TRUSTEE'S DEED

WHEREAS, by Deed of Trust dated August 29, 1997 and recorded on September 3, 1997 at Book 10594, Page 203 in the Register's Office of DAVIDSON County, Tennessee, Willis Keeton, and Lynn Keeton conveyed to Metropolitan Escrow, Inc., as Trustee for The Money Centre, Inc., the hereinafter-described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein mentioned and set forth; and

WHEREAS, the holder of the debt secured has appointed the undersigned **ROBERT M. WILSON, JR.** as Successor-Trustee by instrument of record recorded on October 12, 1998 at Book 11152, Page 226 in the Register's Office of DAVIDSON County, Tennessee; and

WHEREAS, default has been made in the payment of said indebtedness and the performance of said obligations thereby secured to be paid and performed, and the holder of said Deed of Trust has 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 by said beneficiary, the said property was, by the undersigned, advertised for sale in conformity with the terms and provisions of said Deed of Trust, by which advertisement notice was given that the sale was to be held on October 2, 1998 at the DAVIDSON County Courthouse in 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 time the said property was struck off and sold to The Bank of New York as Trustee under the Pooling and Servicing Agreement dated August 31, 1997, Series #1997-C, at and for the sum of $84,915.00, that being the highest and best bid offered; and

WHEREAS, the purchaser has complied with the terms of the sale by paying into the hands of the undersigned Successor-Trustee the expenses of the sale with the balance being applied upon said indebtedness for which said property was sold.

NOW, THEREFORE, in consideration of the premises and the payment by The Bank of New York as Trustee under the Pooling and Servicing Agreement dated August 31, 1997, Series #1997-C of the sum of money so paid, receipt of which is hereby acknowledged, the undersigned, Robert M. Wilson, Jr., as Successor-Trustee, does hereby grant, bargain, sell, and convey to the said The Bank of New York as Trustee under the Pooling and Servicing Agreement dated August 31, 1997, Series #1997-C, its successors and assigns, the property above mentioned and now further described as being in DAVIDSON County, Tennessee, to wit:

MAIL ENV.

98 OCT 29 AM 11:20
BILL GARNETT REGISTER
DAVIDSON COUNTY, TN.

0505388
IDENTIF. ↑ REFERENCE

BEING Lot No. 771, on the plan of Cloverhill Subdivision, Section 9, of record in Plat Book 2331, page 44, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete description.

Commonly known as: 824 Allen Road, Nashville, TN 37214

TO HAVE AND TO HOLD the said real property above described, together with the privileges and appurtenances and hereditaments thereunto belonging or in any way appertaining unto The Bank of New York as Trustee under the Pooling and Servicing Agreement dated August 31, 1997, Series #1997-C, and unto its successors and assigns.

IN WITNESS WHEREOF, the said Robert M. Wilson, Jr., Successor-Trustee, has hereunto set his hand and seal this 21 day of Oct, 1998.

Robert M. Wilson, Jr.
Successor-Trustee

9374 10/29 0101 03CHECK 329.19

ACKNOWLEDGMENT

STATE OF ARKANSAS
COUNTY OF PULASKI

On this 21 day of Oct, 1998, before me, a notary public within and for the county and state aforesaid, personally appeared Robert M. Wilson, Jr., known to me to be the person described in and who executed the foregoing instrument, and who acknowledged that he executed the same as Successor-Trustee for the purposes therein contained as his free act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public

My Commission Expires:

OFFICIAL SEAL
MATTHEW D. MARTIN
NOTARY PUBLIC-ARKANSAS
PULASKI COUNTY
My Commission Expires 09-24-2006

FORM FOR OATH

I hereby swear and affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $84,915.00, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Robert M. Wilson, Jr.

ACKNOWLEDGMENT

STATE OF ARKANSAS
COUNTY OF PULASKI

On this 21 day of Oct, 1998, before me, a notary public within and for the county and state aforesaid, personally appeared Robert M. Wilson, Jr., known to me to be the person described in and who executed the foregoing instrument, and who acknowledged that he executed the same as Successor-Trustee for the purposes therein contained as his free

act and deed.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public

My Commission Expires:

OFFICIAL SEAL
MATTHEW D. MARTIN
NOTARY PUBLIC-ARKANSAS
PULASKI COUNTY
My Commission Expires 09-24-2006

PROPERTY OWNER AND AGENCY RESPONSIBLE FOR PAYMENT OF TAXES:
THE BANK OF NEW YORK AS TRUSTEE UNDER THE POOLING AND SERVICING AGREEMENT DATED AUGUST 31, 1997, SERIES #1997-C
4111 South Darlington, Suite 300
Tulsa, OK 74135

Parcel No. 96-14-115.00

W&A No. 774-8015
Loan No. 40166316

DSTDeedforPMI_ASmith_981019_1621

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

RECEIVED OF _____

FOR _____

BOOK 11175 PAGE 918

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 84915.00
CON TX 314.19
PRFEE 1.00
WDEED 12.00
CFEE 2.00
TOTAL 329.19
CHECK 329.19

10/29/98 01 11:20 0001 9374

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0505388
IDENTIF. ↑ REFERENCE

98 OCT 29 AM 11:20

BILL GARRETT REGISTER
DAVIDSON COUNTY, TN.

No. 1364544