This Instrument Prepared By:

David M. Smythe
Second Floor, Pilcher Building
144 Second Avenue, North
Nashville, TN 37201
(615) 255-4849

SUBSTITUTE TRUSTEE'S DEED

Address New Owner(s) As Follows: Send Tax Bills To: Map-Parcel Nos.

First Tennessee Bank, N.A.
P. O. Box 1469
Knoxville, TN 37995-1469

Same

Map 134-09-0
Parcel No. 021.00

I, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $75,000.00 plus the assumption of a fixture filing lien in the amount of $3,734.96, for a total consideration of $78,734.96.

David M Smythe
Affiant

Subscribed and sworn to before me, this 14th day of December, 1998.

Elizabeth M. Amos
Notary Public

My Commission Expires: 11/30/2002

WHEREAS, by Deed of Trust dated December 4, 1997, and recorded in Book 10724, Page 194, Register's office for Davidson County, Tennessee, Keven M. Littleton and wife, Sheila R. Littleton, conveyed to Terry Renoux, Trustee, the hereinafter described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein set forth; and

WHEREAS, the holder of the debt secured the appointment of undersigned as Substitute Trustee by instrument recorded in Book 11159, Page 614, said Register's office; and

WHEREAS, default was made in the terms and conditions of said Deed of Trust, and the beneficiary 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 of said beneficiary, the said property was advertised for sale in conformity with the terms and provisions of said Deed of Trust, and said advertisement appeared in the Nashville Record on November 12, 1998, November 19, 1998, and November 26, 1998; and

WHEREAS, pursuant to the Notice of Sale, the foreclosure sale was appointed to be held on the 10th day of December , 1998, at 12:00 o'clock P.M. at the south front door of the Davidson County Courthouse, 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 sale, First Tennessee Bank, N.A., being the highest and best bidder became the purchaser of said property at and for the sum of Seventy-Five Thousand Dollars ($75,000.00), subject to a UCC-1 Fixture Filing Lien in favor of Nashville Gas Company in the amount of $3,734.96.

NOW, THEREFORE, in consideration of the premises, and the said purchase price bid and paid, undersigned, as the Substitute Trustee, does hereby grant, bargain, sell, transfer, and convey unto First Tennessee Bank, N.A. the following real estate:

> Land in Davidson County, Tennessee, being Lot No. 45 on the Plan of Section Three, Addition to Greenwood Hills, of record in Book 5200, Page 33, Register's office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description.
>
> Being the same property conveyed to Keven Littleton by deed from Stephen G. Samples and wife, Joyce R. Samples, dated December 20, 1994, of record in Book 9553, Page 329, Register's Office for Davidson County, Tennessee.

to have and to hold the same, together with all the hereditaments, improvements, buildings, easements, and appurtenances therein and thereunto belonging and appertaining, in fee simple, forever and free from all right of homestead, equity of redemption, statutory right of redemption and all other rights and exemptions of every kind including, but not limited to, any statutory right to an elective share in the property in the makers of said Deed of Trust, and all persons claiming through and under said makers.

UNDERSIGNED, as Substitute Trustee, does hereby transfer, assign, and set over unto First Tennessee Bank, N.A., its representatives, successors and assigns, all of the covenants or warranties contained in the aforesaid Deed of Trust, and does hereby warrant the title to the aforesaid real estate as fully and completely as he is authorized to do as such Substitute Trustee, but no further or otherwise. Undersigned makes no warranties as to condition, location or set back of improvements on the property. This conveyance is subject to such priority tax liens and prior encumbrances as may appear of record, as well as all ad valorem property taxes which may be of record or applicable to said property.

The designation of the parties to this instrument in either the plural or singular shall be applied to mean either number, and where appropriate in the context hereof, shall mean any one or more of said parties, and any pronoun used herein shall include the masculine, feminine and neuter genders.

IN WITNESS WHEREOF, undersigned has hereunto set his hand and seal, this 14th day of December, 1998.

David M. Smythe
Substitute Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Elizabeth M. Amos, a Notary Public in and for the said county and State, the within named bargainor, David M. Smythe, Substitute Trustee, with whom I am personally acquainted, (or who proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purpose therein contained.

Witness my hand and official seal at office this 14th day of December, 1998.

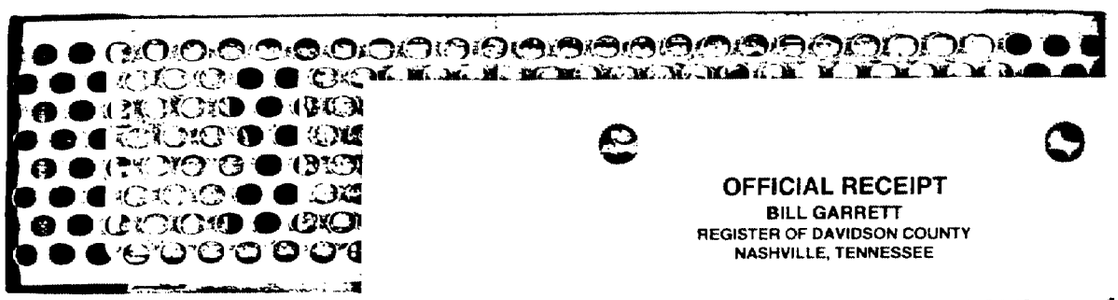
Elizabeth M. Amos
Notary Public

My Commission Expires: 11/30/2002

0525222
IDENTIF. & REFERENCE

98 DEC 14 PM 3:48
L. HARRIS REGISTER
DAVIDSON COUNTY, TN

98 12/14/0101 03CHECK 302.32



OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

BOOK 11252 PAGE 131

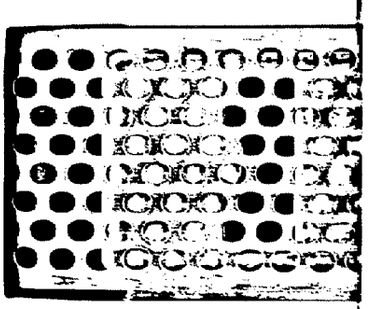
RECEIVED OF _____

FOR _____

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	CFEE - COMPUTER FEE	PRFEE - PROBATE FEE

CONT	78734.96
CON TX	291.32
PRFEE	1.00
WDEED	8.00
CFEE	2.00
TOTAL	302.32
CHECK	302.32

12/14/98 01 15:46 0001 0501



0525222
IDENTIF. ↑ REFERENCE

98 DEC 14 PM 3:48
BILL GARRETT-REGISTER
DAVIDSON COUNTY, TN.

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1399968