Box 40-B

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

Map 72-9
Par.54
12DA-46115

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

BOOK 11391 PG. 976

SUCCESSOR TRUSTEE'S DEED

WHEREAS, under a Deed of Trust dated September 26, 1995, and recorded in Book 9808, page 749, Register's Office, Davidson County, Tennessee, FREDERICK V. PAYNE conveyed to SMS of Tennessee, Inc., Trustee, the hereinafter described property to secure the therein mentioned indebtedness, said Deed of Trust having been assigned by Banc One Financial Services, Inc. to Associates Financial Services of America, Inc. of record in Book 11334, page 459, said Register's Office; and

WHEREAS, by instrument dated February 16, 1999 and recorded in Book 11391, page 975, 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 Successor Trustee; and

[illegible] 200.00

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, Successor Trustee, to sell said property in satisfaction of the indebtedness; and

WHEREAS, I, Robert F. Doyle, Successor 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 Record newspaper, a newspaper published in Davidson County, Tennessee, said advertisement appearing in the editions of said newspaper under the dates of February 25th., March 4th., and 11th., 1999 stating that on March 19, 1999, at 10:10 A.M. at the front 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, Successor Trustee, offered said property for sale at public outcry and sold said property to Associates Financial Services of America, Inc. for $50,000.00, 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, and Associates Financial Services of America, Inc. being owner and holder of the indebtedness secured by said Deed of Trust, and the beneficiary of said sale, and its indebtedness, together with expenses of said sale amounting to more than said bid, accordingly it is not required to pay any cash to the said Trustee. I, Robert F. Doyle, Successor Trustee do hereby bargain and sell, and by these presents transfer and convey unto the said Associates Financial Services of America, Inc. (hereinafter referred to as Grantee) its successors and assigns, the following described property in the State of Tennessee, in Davidson County:

> Land in Davidson County, Tennessee, being the Northerly part of Lot No. 111 on the map of Victory Heights Subdivision, of record in Book 1130, page 97, Register's Office for Davidson County, Tennessee.
>
> Said part of Lot No. 111 fronts 64 feet on the northerly side of Oneida Avenue and runs back between lines 136.7 feet on the westerly line and 156 feet on the easterly line to a dead line in the rear on which it measures 60 feet.
>
> Being the same property conveyed to Frederick V. Payne, a single man, by deed from Michael P. Burnett, Sr., a single man, dated August 24, 1994, recorded August 26, 1994, of record in Book 9446, page 940, in the Register's Office for Davidson County, Tennessee.

This is improved property located at 941 Oneida Avenue, Nashville, Tennessee. 37207.

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, and the right of redemption of any governmental agency.

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 19th day of March, 1999.

Robert F Doyle, Successor Trustee

SUCCESSOR TRUSTEE

BOOK 11391 PG. 978

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, Successor 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 19th day of March, 1999.

Jo Ann Smith

NOTARY PUBLIC

MY COMMISSION EXPIRES 9/28/2002

STATE OF TENNESSEE

COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $50,000.00.

Robert F Doyle

Affiant

Subscribed and sworn to before me, this 19th day of March, 1999.

Jo Ann Smith

NOTARY PUBLIC

MY COMMISSION EXPIRES 9/28/2002

U5633488
IDENTIFICATION REFERENCE
99 MAR 19 AM 11:06
REGISTER
DAVIDSON COUNTY, TN.

OFFICIAL RECEIPT

BILL GARRETT
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

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

BOOK 11391 PG. 979

0563348

IDENTIF. # REFERENCE

99 MAR 19 AM 11:06

DAVIDSON CO. TN.

CAMT	50000.00
CON TX	185.00
PRFEE	1.00
WDEED	12.00
CFEE	2.00
TOTAL	200.00
CHECK	200.00

03/19/99 02 11:06 0001 0972

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1440081