This Instrument Prepared By:

David M. Smythe
Suite 450 - 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.
607 Market Street, Suite 700
Knoxville, TN 37902

Same

Map 091-09-0
Parcel 264.00

I, hereby swear or affirm that the actual consideration for this transfer or value of the property transferred, whichever is greater, is $47,788.06.

David M Smythe
Affiant

Subscribed and sworn to before me, this 18th day of June, 1999.

Elizabeth M. Amos
Notary Public

My Commission Expires: 11/30/002

WHEREAS, by Deed of Trust dated May 2, 1995 and recorded in Book 9671, Page 149, Register's office for Davidson County, Tennessee, Charles T. Gupton, unmarried, conveyed to T. Larry Edmondson, 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 11453, Page 926, 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 May 20, 1999, May 27, 1999, and June 3, 1999; and

WHEREAS, pursuant to the Notice of Sale, the foreclosure sale was appointed to be held on the 17th day of June, 1999, at 11:15 o'clock A.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 One Dollar ($1.00) plus the assumption of a first mortgage indebtedness of record in Book 6684, Page 926, said Register's office, in the unpaid amount of $47,787.06.

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. 3 on the Resubdivision of Lot No.99 of T. N. Nall's S/D of Cockrill Land of record in Book 4350, Page 73, Register's office for said County, to which plan reference is hereby made for a more complete description.
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> Said Lot No. 3 fronts 50 feet on the northerly side of Maxon Avenue and runs back between parallel lines measuring 185 feet thereon to a dead line in the rear. SOURCE OF DESCRIPTION: THIS IS THE SAME LEGAL DESCRIPTION AS IN THE PREVIOUS DEED.
>
> Being the same property conveyed to Charles D. Gupton by deed of record in Book 8945, Page 950, 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 homestead, dower, equitable rights of redemption, statutory right of redemption, marital share and all other exemptions and redemptive rights of every kind in the maker of said deed of trust and all persons claiming through and under said maker.

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 18th day of June, 1999.

David M. Smythe
Substitute Trustee

23-151

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Elizabeth M. Ames, 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 18th day of June, 1999.

Elizabeth M. Ames
Notary Public

My Commission Expires: 11/30/002

NOTARY PUBLIC AT LARGE

060023374
RECEIVED FOR REFERENCE
99 JUN 22 AM 8:06
REGISTER'S OFFICE
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 11536 PAGE 942

06023744

IDENTIFICATION/REFERENCE

99 JUN 22 AM 8:06

REGISTER
DAVIDSON CO. TN.

CAMT	47758.06
CON TX	176.82
PRFEE	1.00
WDEED	12.00
CFEE	2.00
TOTAL	191.82
CHECK	191.82

06/22/99 01 00:11 0001 2484

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1481031