SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on April 28, 1995, Mary Wilson, a married person, and Homer Ramsey, an unmarried person executed to Leader Enterprises, Inc.,Trustee, a certain deed of trust conveying to it as Trustee, certain property hereinafter fully set forth and described, which deed of trust is of record in Book 9659, Page 463 in the Register's Office of Davidson County, Tennessee (the "Deed of Trust"); and

WHEREAS, by instrument of record in Book 11447, Page 255 of said Register's Office, the above named trustee has been replaced by E. Franklin Childress, Jr., Clifford D. Pierce, Jr. and J. Allen Roberts, as substitute trustees, any one of whom is empowered to serve with all the title, powers, and duties of the original Trustee named in said Deed of Trust described above; and

WHEREAS, default having been made in the payment of the debts and the performance of the obligations secured by said Deed of Trust, Union Planters Bank, National Association, f/k/a Union Planters National Bank, a national banking association, as successor in interest by merger with Leader Federal Bank For Savings, as the owner thereof, requested the undersigned to advertise and sell the security according to the terms thereof; and

WHEREAS, in accordance with said request, the said real estate described in said Deed of Trust was advertised for sale in THE NASHVILLE RECORD, a weekly newspaper published in Nashville, Tennessee, the first insertion appearing on May 27, 1999, and subsequent insertions appearing on June 3, 1999 and June 10,1999, giving the time, terms, place of sale, and description of the real estate; and

WHEREAS, at twelve o'clock, noon on Friday, June 18, 1999, being the time and at the south door of the Court House, Nashville, Davidson County, Tennessee, being the place mentioned in said advertisement, the undersigned offered said real estate for sale in accordance with all the terms and requirements in said Deed of Trust and advertisement of sale made in connection therewith, at which time said real estate was offered for sale at public outcry to the highest and best bidder for cash and was struck off and sold to Union Planters Bank, National Association, at and for the sum of $46,002.56, which is the highest and best bid in connection therewith;

NOW, THEREFORE, the undersigned in consideration of the premises and the payment of said bid, which amount has been applied toward the payment of said indebtedness, hereby bargains,

sells, conveys, and confirms unto said Union Planters Bank, National Association, the following real estate situated and located in Nashville, County of Davidson, State of Tennessee, to-wit:

> LAND in the 18th Civil District of Davidson County, Tennessee, and being described as follows:
>
> BEGINNING on the southerly margin of Mansfield Avenue, formerly called McFerrin Avenue, at a point 181 feet easterly from the easterly margin of Olwill Street; thence, southerly parallel with said street, 170 feet to the northerly margin of a proposed 20 foot alley; thence, with the northerly margin of said proposed alley, easterly 50 feet; thence, northerly parallel with the first line 170 feet to the southerly margin of said Avenue, westerly 50 feet to the BEGINNING.

The conveyance of the aforesaid property is subject to unpaid property taxes, assessments, subdivision restrictions, building lines, and easements of record in the Davidson County Register's Office.

IN WITNESS WHEREOF, Clifford D. Pierce, Jr. as Substitute Trustee has hereunto set his hand this the 18th day of June, 1999.

CLIFFORD D. PIERCE, JR.
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 18th day of June, 1999, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Clifford D. Pierce, Jr., to me known to be the person(s) described in and who executed the foregoing instrument, and acknowledged that he executed the same as his free act and deed as Substitute Trustee.

WITNESS my hand and Official Notarial Seal at office the day and year above written.

NOTARY PUBLIC

My Commission Expires:

9.25.01

ROSE A. BYBEE
NOTARY PUBLIC AT LARGE
SHELBY COUNTY, TENNESSEE

My Commission Expires Sept

06009286
IDENTIFICATION REFERENCE
99 JUL -8 AM 11:05
REGISTER
COUNTY, TN.

STATE OF TENNESSEE
COUNTY OF SHELBY

I, or we, hereby swear or affirm that, to the best of affiant's knowledge, information, and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $46,002.56, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

AFFIANT

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

NOTARY PUBLIC

My Commission Expires:

9-25-01

ROSE A. BYBEE
NOTARY PUBLIC AT LARGE
SHELBY COUNTY, TENNESSEE
My Commission Expires Sept 25, 2001

PROPERTY ADDRESS: 1006 Mansfield Street
Nashville, TN 37206

MAIL TAX NOTICE TO: Union Planters Bank, National Association
P.O. Box 1860, Memphis, TN 38103-1860

PREPARED BY AND RETURN TO: Wyatt, Tarrant & Combs
6075 Poplar Avenue, Suite 650
Memphis, Tennessee 38119

Tax Parcel ID: 082-08-0-403.00

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 11564 PAGE 17

06092B6

INSTRUMENT # REFERENCE

99 JUL -8 AM11:06

REGISTER
DAVIDSON COUNTY, TN.

CO T	4002.56
CON TX	170.21
FFEE	1.00
MISC	12.00
CFEE	2.00
TOTAL	185.21
CHECK	185.21

07/08/99 08 11:07 0001 9902

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

No. 1488271