SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on February 25, 1993 Michael C. Cook and wife, Patricia E. Cook, executed to Richard P. Sims, 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 8881, Page 240 in the Register's Office of Davidson County, Tennessee (the "Deed of Trust"); and

WHEREAS, the trustee has been replaced by E. Franklin Childress, Jr., Clifford D. Pierce, Jr. and J. Allen Roberts, as substitute trustees, by instrument of record and recorded in Book 11261, Page 419 in said Register's Office, 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, Tennessee Housing Development Agency, as the owner by assignment thereof, requested the undersigned to advertise and sell the security according to the terms thereof; and

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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 January 7, 1999, and subsequent insertions appearing on January 14, 1999, and January 21, 1999 giving the time, terms, place of sale, and description of the real estate; and

WHEREAS, at twelve o'clock noon on Friday, January 29, 1999, being the time and at the north 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 Tennessee Housing Development Agency, at and for the sum of $54,755.35, 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 Tennessee Housing Development Agency, the following real estate situated and located in Nashville, County of Davidson, State of Tennessee, to-wit:

> Being a tract of land on the northerly margin of Drakes Branch Road, being all the property in Deed Book 8742, Page 560, Register's Office for Davidson County,

Tennessee, and further described according to a mortgage loan inspection by Campbell Surveying Co., Inc., License No. 665, 2424 21st Avenue, S., Suite 201, Nashville, Tennessee 37212, dated February 18, 1993, as follows:

Beginning at a point in the southwest corner of Jerimiah Bowman of record in Deed Book 4651, Page 595, Register's Office for Davidson County, Tennessee, and being the southeast corner of the herein described property; thence along the southerly margin of this tract and the northerly margin of William J. Bryant of record in Deed Book 3887, page 302, said Register's Office, S 89 deg. E 785 feet to a point in the easterly margin of George Teasley, Jr. of record in Deed Book 527, Page 718, said Register's Office; thence S 5 deg. W. 300 feet to a point in the southerly margin of Leonard Q. Canfield of record in Deed Book 4701, Page 382 said Register's Office; thence S 81 deg. W 725 feet to a point in the westerly margin of Drakes Branch Road; thence N 15 deg. W 30 feet to a point which is the northerly most corner of Jerimiah Bowman; thence N 5deg. E 155 feet to a point; thence N 60 deg. E 50 feet to a point; thence N 25 deg. W210 feet to the point of 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 29th day of January, 1999.

Clifford D. Pierce, Jr.
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 29th day of January, 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

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

My Commission Expires Sept 25, 2001

My Commission Expires:

9-25-01

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 $54,755.35 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 29th day of January, 1999.

NOTARY PUBLIC

NOTARY PUBLIC AT LARGE SHELBY COUNTY, TENNESSEE

My Commission Expires:

9-25-01

My Commission Expires Sept 25, 2001

PROPERTY ADDRESS: 5033 Drakes Branch Road
Nashville, TN 37218

MAIL TAX NOTICE TO: Union Planters Bank, National Association
P.O. Box 1860
Memphis, Tennessee 38101-1860

PREPARED BY AND RETURN TO: WYATT, TARRANT & COMBS
6075 Poplar Avenue, Suite 650
Memphis, Tennessee 38119

Tax Parcel ID# 048-00-0-066.01

AND TIME

06269944

IDENTIFICATION REFERENCE

99 AUG 20 PM 2:56

REGISTER
SHELBY COUNTY, TN