THIS INSTRUMENT PREPARED BY AND RETURNABLE TO:
CLIFFORD D. PIERCE, JR.
WYATT, TARRANT & COMBS
6800 POPLAR AVENUE, SUITE 200
MEMPHIS, TENNESSEE 38177-5000

Instr:200008010075674 Page: 1 OF 3
REC'D FOR REC 08/01/2000 9:30:03AM
RECORD FEE: $14.96
M. TAX: $0.00 T. TAX: $133.28

DEED IN LIEU OF FORECLOSURE

THIS INDENTURE, made and entered into this 28th day of June, 2000, by and between Bennie Humes (herein "Grantor," whether one or more) and Associates Financial Services Company of Tennessee, Inc. (herein "Grantee," whether one or more).

WITNESSETH:

That for the consideration hereinafter expressed Grantor has bargained and sold and does hereby in Davidson County, State of Tennessee:

> Land in Davidson County, Tennessee, being the easterly 130 feet of Lot No. 15 and the easterly 130 feet of the northerly 3 feet of Lot No. 16 on the Map of Shape and Cruthcher's Addition, as of record in Book 57, Page 82, Register's Office for said County. Said parts of said lots adjoin and front together 47 feet on the westerly side of 5th Street, and run back between parallel lines along the southerly margin of Bayard Avenue. 130 feet to a dead line.

TO HAVE AND TO HOLD the aforedescribed real estate, together with all the appurtenances and hereditaments thereunto belonging or in any wise appertaining unto the Grantee, Associates Financial Services Company of Tennessee, Inc., its heirs, successors and assigns in fee simple forever.

Grantor does hereby covenant with Grantee that he is lawfully seized in fee of the aforedescribed real estate; having taken title to said property by Quit Claim Deed from Denotra Latrece Sharpe to Bennie Humes as recorded in the Register's Office of said County under Instrument No. 200001100002938, that he has a good right to sell and convey the same; that the title and quiet possession thereto Grantor will warrant and forever defend against the lawful claims of all persons; and that the same is unencumbered except by Deeds of Trust recorded in Book 10241, Page 761 and Book 10779, Page 68 in said Register's Office.

The consideration for this conveyance is as follows: the cancellation and surrender of that certain indebtedness in the amount of Thirty Five Thousand Two Hundred Ninety Three Dollars and Twenty Nine Cents($35,293.29), secured by Deed of Trust recorded in Book 10241, Page 761 in the Register's Office of Davidson County, Tennessee, executed by Denotra Latrece Sharpe, unmarried, to J. R. Stuart, Trustee, securing an indebtedness in the original sum of $36,021.02 payable to Associates Financial Services Company of Tennessee, Inc.

This deed is an absolute conveyance, the Grantor having sold the aforedescribed real estate to the Grantee for a fair and adequate consideration, such consideration, in addition to that above recited, being full satisfaction of all obligations secured by the aforementioned Deed of Trust executed by Denotra Latrece Sharpe (as Mortgagor) to J. R. Stuart, (as Trustee) recorded in Book 10241, Page 761 in the Register's Office of Davidson County, Tennessee and the note secured thereby.

Notwithstanding the conveyance of the above described real property from Grantor to Grantee, that certain Deed of Trust Dated October 28, 1996, from Grantor, as borrower, to Associates Financial Services Company of Tennessee, Inc., as beneficiary, recorded in Register's Office of Davidson County, Tennessee, in Book 10241, Page 761, to secure the indebtedness described therein and assigned to the Grantee, shall not be released or merged herein as a result of this conveyance, but said Deeds of Trust shall continue in full force and effect until the release thereof by Grantee herein.

Grantor declares that this conveyance is freely and fairly made, and that there are no agreements, oral or written, or other than this deed between Grantor and Grantee with respect to the aforedescribed real estate.

The words Grantor and Grantee as used herein shall mean "Grantors" and "Grantees," respectively, if more than one person or entity be referred to, and pronouns shall be construed according to their proper gender and number according to the context hereof.

WITNESS the signature(s) of the Grantor on the day and year first above written.

Bennie Humes

Bennie Humes

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared Bennie Humes, to me known (or proved on the basis of satisfactory evidence) 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.

WITNESS my hand and Notarial Seal at office this 28th day of June 2000.

BONNIE SUE CLIFFORD NOTARY PUBLIC AT LARGE DAVIDSON COUNTY, TENN.

Bonnie Sue Clifford
Notary Public

My commission expires:
5/27/01

My Commission Expires MAY 27, 2001

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 $ 36,021.02, which amount is equal to or greater than the amount which the property transferred would command at a fair and voluntary sale.

Affiant Clifford A. Smith

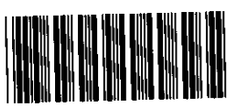
Subscribed and sworn to before me this 10th day of June, 2000.

Stacy A. Pack
Notary Public

My commission expires:
10-02-01

STACY A PACK
NOTARY PUBLIC
State of Texas
Comm. Exp. 10-02-2001

Property Address:	928 North 5th Street Nashville, TN 37207
Tax parcel ID:	082-03-0-490.00
Mail tax bills to:	Associates Financial Services Company of America, Inc. 1111 Northpoint Drive Bldg. 4, Suite 100 Coppell, TX 75019
State Tax	$133.24
Register's Fee	$ 3.00
Recording Fee	$ 12.00
Total	$148.24



KH9660

07/13/2000-12:16:27

Title Transfer: Warranty Deed		11
D/C: 3 - MAX HAYES		
TRANSFER VALUATION		36,021.02
TN MORTGAGE TAX	N/A	
TN TRANSFER TAX		133.28
RECORDING FEE		12.00
DP FEE		2.00
REGISTER'S FEE		1.00
WALK THRU FEE	N/A	
TOTAL AMOUNT		148.28

PAGE COUNT: 3 | PAGE ADDED: No | GROUP ID: X01013316T

STATE of TENNESSEE, COUNTY of SHELBY

Guy B. Bates, REGISTER