FILE NO.: 469.001032TN\alk
LOAN NO.: 0040219875\CONV

THIS INSTRUMENT PREPARED
BY & RETURN TO:
Joel A. Freedman, Attorney
Morris, Schneider & Prior, L.L.C.
3300 N.E. Expressway, Building 8
Atlanta, GA 30341

Davidson County DEEDTRS
Recvd: 05/08/01 11:55 2pgs
Fees:10.99 Taxes:192.13
20010508-0047419

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, by Deed of Trust dated October 28, 1997, and recorded in the Register's Office of Davidson County, Tennessee, at Instrument No. 10683, Page 722, ("Deed of Trust"), Leo Reed and Clara Reed conveyed to Mary Frances Rudy, as Trustee, the hereinafter described property for the purpose of securing payment of the indebtedness and performance of the obligations therein mentioned and set forth; and

WHEREAS, the beneficial interest of said Deed of Trust was last transferred and assigned to The Bank of New York, as Trustee under the Pooling and Servicing Agreement dated as of November 30, 1997, Series 1997-D; and

WHEREAS, **The Bank of New York, as Trustee under the Pooling and Servicing Agreement dated as of November 30, 1997, Series 1997-D,** being the owner and holder of the debt secured, appointed the undersigned as Substitute Trustee by instrument of record at **Instrument No. 200003240029840**, in the Register's Office of Davidson County, Tennessee; and

WHEREAS, default has been made in the payment of said indebtedness and the performance of said obligations thereby secured to be paid and performed, and the holder of said Deed of Trust requested the undersigned to advertise and sell said property under the terms and provisions of said Deed of Trust; and

WHEREAS, the property was advertised for sale in conformity with the laws of Tennessee and the terms and provisions of said Deed of Trust on March 29, April 5, and April 12, 2001, in THE NASHVILLE RECORD, by which advertisement the sale was held on April 26, 2001, at the Main South entrance in Nashville, Davidson County, Tennessee, in bar of the equities of redemption, dower, and homestead; and

WHEREAS, State Tax Lien(s) have been filed by the Tennessee Department of Revenue against the subject property in the Register's Office of Davidson County, Tennessee, at Instrument No. . Notice of the sale was given to the State of Tennessee pursuant to T.C.A. 67-1-1433(b)(1) and a copy is attached hereto as Exhibit "A". The response of the State of Tennessee is attached hereto as Exhibit "B". The property is subject to the right of the State of Tennessee to redeem pursuant to T.C.A. 67-1-1433(c)(1).

WHEREAS, at the time and place mentioned in said advertisement, Rick Piliponis, Esq., the undersigned's agent, offered said property for sale at public outcry to the highest and best bidder for cash, at which sale **The Bank of New York, as Trustee under the Pooling and Agreement dated as of November 30, 1997, Series 1997-D**, being the highest, best and last bidder, became the purchaser of said property at and for the sum of $ 51,926.12; and

WHEREAS, the owner and holder of said debt for which said property was sold has complied with the terms of sale by paying into the hands of the undersigned Substitute Trustee the expenses of the sale, the balance of the purchase price being credited on the indebtedness secured by said Deed of Trust;

NOW, THEREFORE, in consideration of the premises and of the payment by The Bank of New York, as Trustee under the Pooling and Agreement dated as of November 30, 1997, Series 1997-D as aforesaid, of the said sum of money, receipt of which payment is hereby acknowledged, the undersigned **Clifton E. Darnell**, as Substitute Trustee, does hereby grant, bargain, sell and convey unto **The Bank of New York, as Trustee under the Pooling and Agreement dated as of November 30, 1997, Series 1997-D,** its successors and assigns, in fee simple forever, the following described real property situated in the County of Davidson, State of Tennessee:

Being Lot No. 1 on the Plan of W. D. Hamilton Subdivision of the Hamilton Lands, Block 8, as of record in Plat Book 421, Page 56, Register's Office for Davidson County, to which plan reference is hereby made for a more complete and accurate legal description thereof. Being the same property conveyed to the within named grantors by deed of record in Book 7155, page 722 Register's office for said county.

The last recorded Warranty Deed was filed of record at Instrument No. 7155, Page 722, in the Register's Office of Davidson County, Tennessee.

TO HAVE AND TO HOLD the property described above, together with the privileges, appurtenances, and hereditaments thereunto belonging or in any way appertaining unto the said **The Bank of New York, as Trustee under the Pooling and Agreement dated as of November 30, 1997, Series 1997-D,** its successors and assigns forever, to whom the said, **Clifton E. Darnell**, as Substitute Trustee, warrants the title to the aforesaid property against the lawful claims and demands of all persons claiming by, through or under him, but not further nor otherwise.

IN TESTIMONY WHEREOF, **Clifton E. Darnell**, Substitute Trustee, has hereunto set his hand, this 26th day of April, 2001.

Clifton E. Darnell, Substitute Trustee

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 26th day of April, 2001, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared **Clifton E. Darnell**, Substitute Trustee, to me known to be the person 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 the day and year above written.

Notary Public

TRACY L. SHARP NOTARY PUBLIC AT LARGE MY COMM. EXP. 8-17-2003 SHELBY CO., TN

My Commission Expires: 4-17-03

****

STATE OF TENNESSEE
COUNTY OF SHELBY

I hereby swear or affirm that to the best of my knowledge, information and belief, the actual consideration for this transfer or value of the property transferred, whichever is greater, is $ 51,926.12, 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 26th DAY OF APRIL 2001.

Notary Public

TRACY L. SHARP NOTARY PUBLIC AT LARGE MY COMM. EXP. 8-17-2003 SHELBY CO., TN

My Commission Expires: 4-17-03

****

MSP No.: 469.001032TN (Reed)
Lender Loan No.: 0040219875
Property Address: 600 Hamilton Avenue, Nashville, TN 37203
Tax Parcel ID No.: 105-07 ; 228.00
Mail Tax Notices To and Property Owner:
TMS Mortgage, Inc., dba The Money Store
9 Dunwoody Park, Suite 107
Atlanta, GA 30338