SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on January 30, 1998, Jerry Holmes, an unmarried person, executed to Emmett James House and Bill R. McLaughlin, Trustees, a certain deed of trust conveying to them as Trustees, certain property hereinafter fully set forth and described, which deed of trust is of record in Book 10786, Page 355 in the Register's Office of Davidson County, Tennessee (the "Deed of Trust"); and

WHEREAS, by instrument of record under Instrument No.20011025-0116953 in said Register's Office, the above named trustee was replaced by E. Franklin Childress, Jr., Clifford D. Pierce, Jr. and John M. Price, 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, Aurora Loan Services, Inc., the owner by assignment of the debt 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 newspaper published in Nashville, Tennessee, the first insertion appearing on March 21, 2002, and subsequent insertions appearing on March 28, 2002 and April 4, 2002 giving the time, terms, place of sale, and description of the real estate; and

WHEREAS, at twelve o'clock noon on Friday, April 12, 2002, being the time and at the main entrance of the Courthouse, 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 Aurora Loan Services, Inc., at and for the sum of $103,183.66 which is the highest and best bid in connection therewith;

Davidson County DEEDTRS
Recvd: 05/03/02 15:10 3pgs
Fees:17.00 Taxes:0.00
20020503-0054835

WHEREAS, Aurora Loan Services, Inc., directed and instructed the undersigned to transfer, convey and assign the real estate described in the Deed of Trust to the Department of Housing and Urban Development and to deliver the deed of reconveyance to said Department;

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 Department of Housing and Urban Development, the following real estate situated and located in Davidson County, Tennessee, to-wit:

> Being Lot 157 on the Plan of Section Nine, Village by the Creek, as of record in Plat Book 7900, Page 699 Register's Office of Davidson County, Tennessee to which plan reference is hereby made for a more complete and accurate legal description thereof.
>
> Being the same property conveyed to Jerry Holmes, unmarried, by deed from Universal Builders, LLC, of record in Book 10786, Page 352, Register's Office of Davidsion County, Tennessee.

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 12th day of April 2002.

CLIFFORD D. PIERCE, JR.
SUBSTITUTE TRUSTEE

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 12th day of April, 2002, 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: 9.27.05

ROSE A. BYBEE
NOTARY PUBLIC AT LARGE
My Commission Expires Sept. 27, 2005
SHELBY 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 $103,183.66 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 12th day of April, 2002.

NOTARY PUBLIC

ROSE A. BYBEE
My Commission Expires
NOTARY PUBLIC AT LARGE
Sept. 27, 2005
SHELBY COUNTY, TN

My Commission Expires: 9.27.05

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Conveyance to a Government Entity- Exempt from Payment of Transfer Tax

PROPERTY ADDRESS: 3317 Valley Creek Lane
Nashville, TN 37207

OWNER: Department of Housing and Urban Development

MAIL TAX NOTICE TO: Department of Housing and Urban Development
c/o Golden Feather Realty Services, Inc.
2500 Michelson Drive, Suite 100
Irvine, CA 92612

PREPARED BY AND RETURN TO: WYATT, TARRANT & COMBS, LLP
1715 Aaron Brenner Drive, Suite 800
Memphis, Tennessee 38120-4367

TAX ID NO.:050-07-0-114.00