Tennessee
Map # 69-0-4

Morris Tillery
Litton # 8477820

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, by Deed of Trust dated May 10, 2000, and recorded in Instrument No. 200005180049882 in the Register's Office of Davidson County, Tennessee, Morris Tillery, Unmarried, conveyed to John Lowe, Trustee(s), the hereinafter described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein mentioned and set forth; and,

WHEREAS, the holder of the debt secured appointed the undersigned as Substitute Trustee by instrument of record in Register's Instrument No. 20020430-0053051 in the Register's Office of said County; and,

WHEREAS, default was made in the terms and conditions of said Deed of Trust, and the beneficiary requested the undersigned to advertise and sell said property under the terms and provisions of said Deed of Trust; and,

WHEREAS, in pursuance of said request by said beneficiary, the said property was by the undersigned, advertised for sale in conformity with the terms and provisions of said Deed of Trust by which advertisement the sale was appointed to be held on June 18, 2002, at the Main (South) Door of the Courthouse of Davidson County, Tennessee; and,

WHEREAS, at the time and place mentioned in said advertisement the undersigned offered said property for sale at public outcry to the highest and best bidder for cash, at which sale Pledged Property II LLC, a corporation, being the highest and best bidder, became the purchaser of said property at and for the sum of Ninety Seven Thousand Seven Hundred Fifty Dollars and 00/100; and,

WHEREAS, the purchaser, being the holder of the indebtedness, has complied with the terms of the sale by paying into the hands of the undersigned Substitute Trustee the expenses of the sale, the balance being applied upon said indebtedness for which property was sold.

NOW, THEREFORE, in consideration of the premises and the payment by Pledged Property II LLC of the sum of money so paid, receipt of which payment is hereby acknowledged, the undersigned, Arnold M. Weiss, as Substitute Trustee, does hereby grant, bargain, sell and convey to the said Pledged Property II LLC, its successors and assigns in fee simple forever, the property above mentioned and now further described as being in Nashville, County of Davidson, State of Tennessee, to-wit:

Land in the 13th Civil District of Davidson County, Tennessee, described according to a survey made by Hickerson-Miller, C.L.S., dated July 12, 1957 as follows: Beginning at a stake on the Northerly margin of Hydes Perry Pike, at the intersection of Northerly margin of said pike and the Eastern boundary line of the property conveyed to Forrest Moore and wife; By David A. Wheatley and wife, by Deed of record in Book2652, Page 203, Register's Office for Davidson County; thence with the Northerly margin of said Pike South 85 deg 45 min East 150 feet to a stake; thence North 0 deg 00 min West 978 feet, to a stake in the Southern boundary line of the property conveyed to Clyde Bend; thence with said line South 72 deg 30 min West 150 feet to the Northeast corner of said Moore Property; thence with Eastern boundary line of said Moore Property, Southerly 925 feet to the beginning.

Morris Tillery obtained title to the above referenced real estate by Deed of record in Book 11629, Page 156, Register's Office of Davidson County, Tennessee.

Davidson County DEEDTRS
Recvd: 07/05/02 15:44 3pgs
Fees:18.00 Taxes:361.68
20020705-0081406

Subject to any unpaid taxes.

Proper notice of this sale has been given to the State of Tennessee and is made subject to the redemption rights of the State of Tennessee.

TO HAVE AND TO HOLD the real property above described, together with the privileges and appurtenances and hereditaments thereunto belonging or in any wise appertaining unto Pledged Property II LLC, its successors and assigns in fee simple forever, to whom the said Arnold M. Weiss, Substitute Trustee, warrants the title to the aforesaid real property against the lawful claims of all persons claiming by, through or under him, as such Substitute Trustee, but not further or otherwise.

The said Substitute Trustee has applied the consideration as follows:

Recording Appointment of Substitute Trustee	12.00
Publication Expense	255.00
Attorney's Fees and Trustees Fees	550.00
Credit on Note	96,933.00
	$97,750.00

Whenever used, the singular number shall include the plural, the plural the singular, the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, the said Arnold M. Weiss, Substitute Trustee, has on June 18, 2002 hereunto set his hand and seal.

ARNOLD M. WEISS, Substitute Trustee

STATE OF TENNESSEE
COUNTY OF SHELBY

On June 18, 2002 before me, a Notary Public, in and for said State and County, duly commissioned and qualified, personally appeared Arnold M. Weiss to me known to be the person described in and who executed the foregoing instrument, and acknowledged that he executed the same as Substitute Trustee and as his free act and deed.

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

NOTARY PUBLIC

MARCI FREDERICK NOTARY PUBLIC AT LARGE MY COMM. EXP. 08-3-05 SHELBY CO., TN

My Commission Expires:

State Tax $
Clerk's Fee $

TOTAL $

PROPERTY ADDRESS
4454 Ashland City Highway,
Nashville, Tennessee 37015

PROPERTY OWNER AND AGENCY RESPONSIBLE FOR PAYMENT OF TAXES:

Pledged Property II LLC
C/O Litton Loan Servicing
5373 West Alabama
Houston, TX 77056

Mortgagee: None

This instrument prepared by:
Arnold M. Weiss
Attorney at Law
208 Adams Avenue
Memphis, Tennessee 38103

STATE OF TENNESSEE - COUNTY OF SHELBY
THE ACTUAL CONSIDERATION OF TRUE VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $97,750.00

AFFIANT

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE DAY OF 20

NOTARY PUBLIC

MY COMMISSION EXPIRES

MARCI FREDERICK NOTARY PUBLIC AT LARGE MY COMM. EXP. 08-3-05 SHELBY CO., TN

STATE OF TENNESSEE
DEPARTMENT OF LABOR AND WORKFORCE DEVELOPMENT
EMPLOYMENT SECURITY DIVISION
Legal Office
William R. Snodgrass Bldg., 26th Floor
312 8th Avenue North
Nashville, Tennessee 37243-0100
(615) 741-3170
(615) 532-7386 FAX

May 23, 2002

Mr. Arnold M. Weiss
Law Offices
208 Adams Avenue
Memphis, TN 38103-1991

RE: Property of Morris Tillery, dba Northside Soda Shop
TDLWD Acct. #475-519 - TDLWD Lien #1-5329 (Davidson County)
Loan #8477820
Notice of Substitute Trustee's Sale

Dear Mr. Weiss:

Your letter of May 8, 2002, is acknowledged, along with the attendant Notice of Substitute Trustee's Sale, and this will respectfully advise:

1. That said Notice is accepted as being timely and adequate; and,

2. That the amount of delinquent unemployment taxes, penalty and interest computed to date of sale is $313.58.

It is requested that you further advise us after the sale regarding: (i) actual proceeds of sale; (ii) net mortgage balance owed to the foreclosing creditor; (iii) sale costs; (iv) other liens, and this Agency's apparent position of priority with respect to same; and, (v) your proposed distribution of sale proceeds.

Should you have further questions regarding this matter, please let us know.

Sincerely,

Michael D. Fort
Counsel to Commissioner

MDF:PDR

cc: James A. Matheney, Central Office