Davidson County DEEDTRS
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Fees:18.00 Taxes:487.17
20050112-0004292

THIS INSTRUMENT PREPARED BY:
William T. Hill, Attorney at Law
AmSouth Center
315 Deaderick Street, Suite 1230
Nashville, Tennessee 37238-1230

SUBSTITUTE TRUSTEE'S DEED

Address New Owner and Send Tax Bills To:

PgP Industries, Inc.
c/o Peter Prater
1302 Pinebrook Way
Venice, FL 34292

Map-Parcel Numbers:

019.13-0-045.00

WHEREAS, Default having been made in the terms and conditions of payments, pursuant to a certain Deed of Trust executed by S&S Enterprises, a partnership composed of William R. Slate and William B. Slate, to Kirk C. Waite, Trustee, dated the 29th day of January, 1997, and being of record in Book 10341, page 255, Register's Office for Davidson County, Tennessee, referred to herein as the deed of trust, which conveyed certain real property, appurtenances, estate, title and interest therein in trust to secure the indebtedness described therein, which indebtedness is now due and unpaid and has been declared in default by the lawful owner thereof, PgP Industries, Inc.

WHEREAS, Appointment of Substitute Trustee having been duly executed by the holder of the note and beneficiary of said Deed of Trust, Appointment of Substitute Trustee being of record in Instrument No. 20041122-0139798, in the Register's Office for Davidson County, Tennessee, and appointing William Timothy Hill as Substitute Trustee.

WHEREAS, the indebtedness secured by the Deed of Trust has become overdue and unpaid, and the lawful holder of said debt has called upon the Substitute Trustee to foreclose the Deed of Trust; and

WHEREAS, the Substitute Trustee, after due advertisement as required by law and as required by the terms of the Deed of Trust, offered the Property for sale to the highest bidder for cash, at public outcry, at twelve o'clock noon (12:00 noon), December 20, 2004, on the front door of the Register of Deeds Office, Gaylord Entertainment Center, 501 Broadway, Nashville, Davidson County, Tennessee, when and where PgP Industries, Inc., ("Grantee"), became the last and highest bidder at the price of One Hundred Thirty-One Thousand Six Hundred Sixty-Seven and 10/100 ($131,667.10) Dollars.

NOW, THEREFORE, in his capacity as Substitute Trustee, and not otherwise, and in consideration of the premises and payment of the sum stated above, the receipt and sufficiency of

which are acknowledged, William Timothy Hill, Substitute Trustee, hereby conveys the Property described hereto in Exhibit "A", to the Grantee and the Grantee's heirs or successors and assigns.

TO HAVE AND TO HOLD the Property in as full and complete manner as the undersigned, in his capacity as Substitute Trustee, and not otherwise, has the power to convey.

William Timothy Hill, as Substitute Trustee, and not otherwise, warrants the title to the Property to the Grantee and Grantee's heirs or successors and assigns, against the lawful claims of all persons claiming by, through or under him. The quantity or quality thereof, and expressly subject to the following:

1. Any and all unpaid taxes and assessments, plus interest and penalty, if any.

2. Any and all other prior restrictions, encumbrances, or liens of any nature.

Words used herein indicating number or gender shall be read as context may require.

Dated this 20th day of December, 2004.

William Timothy Hill, as
Substitute Trustee and not otherwise

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, a Notary Public in and for said County and State, the within named William Timothy Hill, Substitute Trustee, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the within instrument for the purposes contained therein.

Witness my hand and official seal at Nashville, Tennessee, this 20th day of December, 2004.

Notary Public

My commission expires:

ALLISON P. STEELY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires SEPT. 20, 2008

The actual consideration for this transfer or value of the property transferred, whichever is greater, is $131,667.10.

Affiant

Subscribed and sworn to before me this 20th day of December, 2004.

Notary Public

My commission expires:

ALLISON P. STEELY
STATE OF TENNESSEE NOTARY PUBLIC
DAVIDSON COUNTY, TENN.
My Commission Expires SEPT. 20, 2008

EXHIBIT A

Land in Davidson County, Tennessee, being Lot No. 2 on the Plan of Prater Subdivision of record in Plan Book 8250, page 668, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete description thereof.

Being the same property conveyed to S & S Enterprises, from PgP Industries, Inc. by deed of record in Book 10341, page 252 recorded on February 5, 1997, Register's Office for Davidson County.

This is improved property known as 212 Depot Street (Church St.) Goodlettsville, TN 37073.