THIS INSTRUMENT PREPARED BY:
WHITE & REASOR, PLC (CBRIII)
3102 West End Avenue, Suite 1150
Nashville, TN 37203-1304
(615) 383-3345

Davidson County DEEDTRS
Recvd: 07/01/05 14:36 16 p
Fees:83.00 Taxes:373.70
20050701-0076240

Address New Owner:	Send Tax Bills To:	Map-Parcel No.:
Mahmod Y. Ahmad 710 Gallatin Road Nashville, TN 37206	New Owner	81-8-24

SUCCESSOR TRUSTEE'S SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of One Hundred One Thousand and No/100 Dollars ($101,000.00), the receipt of which is hereby acknowledged, Charles B. Reasor III, Successor Trustee ("Grantor"), acting as successor trustee only, has this day bargained and sold, and does hereby transfer and convey unto Mahmod Y. Ahmad ("Grantee"), Grantee's heirs, successors and assigns, certain real estate (the "Property") in Davidson County, Tennessee, described as follows:

Land in Davidson County, State of Tennessee, described as follows:

BEING Lots Nos. 1, 2, 3, & 4 on the map of J.L. Valentino's subdivision of Lot No. 1 of the Woodward Plan, called "Maple Grove" of record in Book 57, page 83, Register's Office for Davidson County, more particularly described as follows:

Lot No. 1 of the Woodward Plan called Maple Grove Plan, of record in Book 57, page 83, Register's Office for Davidson County fronts 56 feet on the northerly side of Buchanan Street, formerly Hydes Ferry Pike, and runs back between lines 153 feet on the westerly side and 175 feet more or less on the easterly side along the westerly margin of Ninth Avenue North to an alley in the rear, on which it measures 13 feet.

Lot No. 2 and the easterly 18 2/3 feet of Lot No. 3 join, and front together 51 2/3 feet on the northerly side of Buchanan Street, and run back between lines 150 feet on the west line of the part of Lot No. 3, and 153 feet on the easterly line of Lot No. 2, to an alley on which they measure 51 2/3 feet.

Lot No. 4 and the remaining westerly feet of Lot No. 3 adjoin and front together 48 1/3 feet on the northerly side of Buchanan Street and run back between parallel lines a distance of 150 feet to an alley.

INCLUDED in the above description, but EXCLUDED from this conveyance is that portion of subject property vested in the State of Tennessee for the use and benefit of the Department of Highways by Consent Judgment of record in Book 4173, page 46, said Register's Office, described as follows:

Land in Davidson County, Tennessee, beginning at the intersection of the northerly margin of Buchanan Street and the westerly margin of Ninth Avenue, said point of intersection being the southeasterly corner of Lot No. 1 of the Woodward Plan, of record in Book 57, page 83, Register's Office for Davidson County, Tennessee. Said Lot No. 1 also being part of that tract of land conveyed to Julia A. Waller by deed of record in Book 1338, page 518, Register's Office for Davidson County, Tennessee; thence along the northerly margin of Buchanan Street and the southerly boundary of said tract of land conveyed in Book 1338, page 518, Register's Office for Davidson County, Tennessee, North 75 degrees 33

minutes 46 seconds West 54.19 feet to a point; thence North 4 degrees 51 minutes 19 seconds West 9.74 feet to a point; thence eastwardly along an arc curving to the right and having a radius of 603.96 feet, 45.15 feet to a point on the westerly margin of Ninth Avenue; thence along the westerly margin of Ninth Avenue and the easterly boundary of said Waller tract, South 17 degrees 57 minutes 14 seconds East 26.65 feet to the point of beginning, containing 842 square feet, plus or minus.

Also INCLUDED in the above description, but EXCLUDED from this conveyance is that portion of subject property conveyed to the City of Nashville by deed of record in Deed Book 1129, page 503, said Register's Office, described as follows:

Beginning at the southeast corner of the property belonging to us located at the northwest corner of Ninth Avenue North and Buchanan Street, running thence in a westerly direction, and with the rear line of the present sidewalk located on the northerly side of Buchanan Street 107 feet to a point, said point being approximately 44 feet east of the westerly line of Lot No. 4 in Maple Grove Plan; thence in an easterly direction in line with the rear of the present sidewalk line extended, a distance of 100 feet more or less to a point where said rear sidewalk line extended would intersect the sidewalk now on the westerly side of Ninth Avenue North; thence in a southerly direction with the rear line of said Ninth Avenue sidewalk, a distance of approximately 20 feet to the beginning.

BEING the same property conveyed to Ziad Mutlak by quitclaim deeds of record in Book 11435, Page 662 and Book 11435, Page 665, Register's Office for Davidson County, Tennessee.

This is improved property located at 904 Buchanan Street, Nashville, TN 37208.

This conveyance is made pursuant to the powers conferred upon Grantor by a Deed of Trust (the "Deed of Trust") dated April 2, 1999 executed by Ziad Mutlak in favor of NationsBank, N.A., as beneficiary, of record in Book 11435, Page 668, Register's Office for Davidson County, Tennessee ("RODC"), as modified by an instrument of record as Instrument Number 20030429-0057356, RODC, with Grantor having been appointed successor trustee by an instrument of record as Instrument Number 20040824-0102314, RODC. As set forth in the notice of foreclosure sale, a copy of which is attached hereto as Exhibit "A", published pursuant to the Deed of Trust and applicable law in the Nashville Record on October 7, 2004, October 14, 2004, and October 21, 2004, default was made in the terms, conditions, provisions, and payments provided for in the Deed of Trust, and the sale at foreclosure of the Property was scheduled for Thursday, October 28, 2004 at 12:00 p.m. in Nashville, Tennessee at 501 Great Circle Road, Nashville, Tennessee 37201. At that time, the foreclosure sale was commenced and concluded with Fares Mohd ("Mohd") constituting the highest bidder at such sale. As evidenced by a letter dated November 8, 2004 from Mohd to Grantor, a copy of which is attached hereto as Exhibit "B", Mohd directed Grantor to convey the Property to Grantee.

Pursuant to Tennessee Code Annotated §35-5-104, the Property is conveyed subject to the right of the State of Tennessee to redeem the Property as provided for in Tennessee Code Annotated §67-1-1433(c)(1). A copy of the notice provided to the State of Tennessee is attached hereto as Exhibit "C", and a copy of the written response of the State of Tennessee to such notice is attached hereto as Exhibit "D".

TO HAVE AND TO HOLD the Property with all appurtenances, estate, title and interest thereto belonging to Grantee, Grantee's heirs, successors and assigns, forever, Grantor, solely in Grantor's fiduciary capacity as successor trustee, covenants and binds himself, his successors in trust and assigns, to warrant and forever defend the title to the Property to Grantee, Grantee's heirs, successors and assigns, against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise.

IN WITNESS WHEREOF, Grantor has executed this instrument on this the 8th day of November, 2004.

GRANTOR:

Charles B. Reasor III, Successor Trustee

Charles B. Reasor III, Successor Trustee

STATE OF TENNESSEE
COUNTY OF DAVIDSON

Personally appeared before me, Jan Minshall, a Notary Public for the state and county aforesaid, Charles B. Reasor III, Successor Trustee, with whom I am personally acquainted, and who acknowledged he executed the within instrument for the purposes therein contained.

Witness my hand, at office, this 8th day of November, 2004.

Notary Public

My Commission Expires:
9-24-05

STATE OF TN
COUNTY OF Davidson

The actual consideration or value, whichever is greater, for this transfer is $101,000.00.

Affiant

SUBSCRIBED AND SWORN to before me, this 8th day of November 2004.

9-24-05
My Commission Expires

Notary Public

Exhibit "A"

Notice of Foreclosure Sale

NOTICE OF FORECLOSURE SALE

Default having occurred under a Deed of Trust (the "Deed of Trust") dated April 2, 1999 executed by Ziad Mutlak in favor of TIM, Inc., as trustee, and NationsBank, N.A., as beneficiary, of record in Book 11435, Page 668, Register's Office for Davidson County, Tennessee ("RODC"), as modified by an instrument of record as Instrument Number 20030429-0057356, RODC; and Charles B. Reasor III (the "Successor Trustee") having been duly appointed successor trustee under the Deed of Trust by an instrument of record as Instrument Number 20040824-0102314, RODC;

NOW, THEREFORE, I, Charles B. Reasor III, as successor trustee and not otherwise, acting upon the demand of States Resources Corp., which is the lawful owner and holder of the indebtedness secured by the Deed of Trust, will on

Thursday, October 28, 2004

at 12:00 p.m. (twelve o'clock noon) in Nashville, Tennessee at 501 Great Circle Road, Nashville, Tennessee 37201, sell to the highest bidder for cash, at public outcry, the real property (the "Property") in Davidson County, Tennessee, described as follows:

Land in Davidson County, State of Tennessee, described as follows:

BEING Lots Nos. 1, 2, 3, & 4 on the map of J.L. Valentino's subdivision of Lot No. 1 of the Woodward Plan, called "Maple Grove" of record in Book 57, page 83, Register's Office for Davidson County, more particularly described as follows:

Lot No. 1 of the Woodward Plan called Maple Grove Plan, of record in Book 57, page 83, Register's Office for Davidson County fronts 56 feet on the northerly side of Buchanan Street, formerly Hydes Ferry Pike, and runs back between lines 153 feet on the westerly side and 175 feet more or less on the easterly side along the westerly margin of Ninth Avenue North to an alley in the rear, on which it measures 13 feet.

Lot No. 2 and the easterly 18 2/3 feet of Lot No. 3 join, and front together 51 2/3 feet on the northerly side of Buchanan Street, and run back between lines 150 feet on the west line of the part of Lot No. 3, and 153 feet on the easterly line of Lot No. 2, to an alley on which they measure 51 2/3 feet.

Lot No. 4 and the remaining westerly feet of Lot No. 3 adjoin and front together 48 1/3 feet on the northerly side of Buchanan Street and run back between parallel lines a distance of 150 feet to an alley.

INCLUDED in the above description, but EXCLUDED from this conveyance is that portion of subject property vested in the State of Tennessee for the use and benefit of the Department of Highways by Consent Judgment of record in Book 4173, page 46, said Register's Office, described as follows:

Land in Davidson County, Tennessee, beginning at the intersection of the northerly margin of Buchanan Street and the westerly margin of Ninth Avenue, said point of intersection being the southeasterly corner of Lot No. 1 of the Woodward Plan, of record in Book 57, page 83, Register's Office for Davidson County, Tennessee. Said Lot No. 1 also being part of that tract of land conveyed to Julia A. Waller by deed of record in Book 1338, page 518, Register's Office for Davidson County, Tennessee; thence

along the northerly margin of Buchanan Street and the southerly boundary of said tract of land conveyed in Book 1338, page 518, Register's Office for Davidson County, Tennessee, North 75 degrees 33 minutes 46 seconds West 54.19 feet to a point; thence North 4 degrees 51 minutes 19 seconds West 9.74 feet to a point; thence eastwardly along an arc curving to the right and having a radius of 603.96 feet, 45.15 feet to a point on the westerly margin of Ninth Avenue; thence along the westerly margin of Ninth Avenue and the easterly boundary of said Waller tract, South 17 degrees 57 minutes 14 seconds East 26.65 feet to the point of beginning, containing 842 square feet, plus or minus.

Also INCLUDED in the above description, but EXCLUDED from this conveyance is that portion of subject property conveyed to the City of Nashville by deed of record in Deed Book 1129, page 503, said Register's Office, described as follows:

Beginning at the southeast corner of the property belonging to us located at the northwest corner of Ninth Avenue North and Buchanan Street, running thence in a westerly direction, and with the rear line of the present sidewalk located on the northerly side of Buchanan Street 107 feet to a point, said point being approximately 44 feet east of the westerly line of Lot No. 4 in Maple Grove Plan; thence in an easterly direction in line with the rear of the present sidewalk line extended, a distance of 100 feet more or less to a point where said rear sidewalk line extended would intersect the sidewalk now on the westerly side of Ninth Avenue North; thence in a southerly direction with the rear line of said Ninth Avenue sidewalk, a distance of approximately 20 feet to the beginning.

BEING the same property conveyed to Ziad Mutlak by quitclaim deeds of record in Book 11435, Page 662 and Book 11435, Page 665, Register's Office for Davidson County, Tennessee.

The street address of the Property is 904 Buchanan Street, Nashville, Tennessee 37208.

The map/parcel number of the Property is 81-8-24.

The State of Tennessee claims two (2) liens against the Property pursuant to Tennessee Code Annotated §67-1-1401 et seq. as set forth in the notices of state tax lien of record in Book 11738, Page 50, RODC and as Instrument Number 20000315-0026591, RODC. The notice required by Tennessee Code Annotated §67-1-1433(b)(1) has been timely given in order for the Property not to be subject to such liens or claims of lien. The Property, however, after this foreclosure sale, shall be subject to the right of the State of Tennessee to redeem the Property as more fully set forth in Tennessee Code Annotated §67-1-1433(c)(1).

The Property sold pursuant to this notice of foreclosure sale shall be sold "AS IS," and neither the Successor Trustee nor the beneficiary of the Deed of Trust, nor any agent or attorney therefor makes or shall make any warranty as to the condition, quality or quantity thereof, including, but not limited to, the enforceability of any lease affecting the Property, the existence or absence of defaults under or the effect of this foreclosure sale upon the rights of any party under such a lease.

The sale of the Property shall be subject to any and all prior liens, prior encumbrances, prior deeds of trust, easements, restrictions, building lines, unpaid taxes and assessments, plus penalty and interest (if any), riparian rights, and any unwaived redemptive rights (including redemptive rights of any taxing authority by reason of any tax liens), plus any and all other rights, matters, and encumbrances superior in right to the lien of the Deed of Trust.

The sale of the Property may be adjourned by the Successor Trustee and may be reset at a later time and/or date by announcement at the time and place of the originally advertised sale and without any further publication. The sale of the Property shall be conducted for cash (or credit upon the indebtedness secured by the Deed of Trust if the lawful owner and holder thereof is the successful purchaser) to be tendered upon the conclusion of the bidding; provided, however, that prior to the sale of the Property, the Successor Trustee, acting on his own behalf or by and through one or more agents or representatives, may announce different or additional terms pursuant to which the sale of the Property shall be conducted.

Other interested parties: Liberty Mart, Inc. d/b/a Jones Super Saver; Samuel K. Crocker, Trustee; Ayman Gattas; David Bradshaw, Trustee; Southeast Community Capital Corporation; and the State of Tennessee.

Dated: October 1, 2004

Charles B. Reasor III, as
successor trustee and not otherwise
WHITE & REASOR, PLC
Two American Center, Suite 1150
3102 West End Avenue
Nashville, TN 37203
Telephone: (615) 383-3345

Insertion dates: October 7, 2004, October 14, 2004, and October 21, 2004.

Newspaper for Publication: Nashville Record.

Exhibit "B"

Letter from Fares Mohd to Grantor

FARES MOHD
710 GALLATIN ROAD
NASHVILLE, TENNESSEE 37206

November 8, 2004

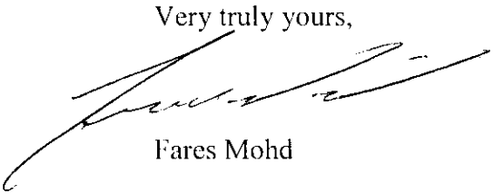
Charles B. Reasor III, Successor Trustee
White & Reasor, PLC
3102 West End Avenue
Suite 1150
Nashville, TN 37203-1304

RE: Contract (the "Contract") for Sale of Real Estate dated October 28, 2004 by and between Fares Mohd and Charles B. Reasor III, Successor Trustee

Dear Mr. Reasor:

Please allow this letter to confirm that I have assigned my interest in the Contract to Mahmod Y. Ahmad. Accordingly, please convey the Property, as defined in the Contract, to Mahmod Y. Ahmad.

Very truly yours,



Fares Mohd

Exhibit "C"

Notice Provided to the State of Tennessee

LAW OFFICES
WHITE & REASOR, PLC
TWO AMERICAN CENTER, SUITE 1150
3102 WEST END AVENUE
CHARLES B. REASOR III
NASHVILLE, TENNESSEE 37203-1304
TELEPHONE: (615) 383-3345
FACSIMILE: (615) 383-5534
(615) 383-9390
creasor@whitereasor.com

October 1, 2004

Revenue Enforcement Division
Special Procedures Section
P.O. Box 190665
Nashville, TN 37219-0665

VIA CERTIFIED MAIL,
RETURN RECEIPT REQUESTED

Commissioner of Revenue
Attention-Director, Tax Enforcement Division
Andrew Jackson State Office Building
Nashville, TN 37242

VIA HAND DELIVERY

Revenue Enforcement Division
Special Procedures Section
Tennessee Department of Revenue
Andrew Jackson State Office Building
Nashville, TN 37242

VIA HAND DELIVERY

RE: Notice of sale pursuant to Tennessee Code Annotated section 67-1-1433

Dear State Official:

We are counsel to States Resources Corp. ("SRC") which is the owner of an indebtedness (the "Indebtedness") secured by, *inter alia*, a Deed of Trust (the "Deed of Trust") dated April 2, 1999, of record in Book 11435, Page 668, Register's Office for Davidson County, Tennessee ("RODC"), a copy of which is enclosed. A default has occurred under the Deed of Trust, and SRC has initiated foreclosure proceedings against the property (the "Property") encumbered by the Deed of Trust.

It is our understanding that the State of Tennessee has filed two (2) notices of state tax lien (the "State Tax Lien Notices"), copies of which are enclosed, against the Property; therefore, this letter is being submitted to you as a notice of sale pursuant to Tennessee Code Annotated section 67-1-1433 and as a request for consent to sell the Property free of the State of Tennessee's tax liens pursuant to Chapter 1320-2-1-.35 of the Tax Enforcement Procedures Act:

1. This notice is submitted by Charles B. Reasor III of White & Reasor, PLC, 3102 West End Avenue, Suite 1150, Nashville, TN 37203 on behalf of SRC.

2. The State Tax Lien Notices are of record in Book 11738, Page 50, RODC and as Instrument Number 20000315-0026591, RODC.

3. The street address of the Property is 904 Buchanan Street, Nashville, Tennessee 37208 and is more particularly described as follows:

Land in Davidson County, State of Tennessee, described as follows:

BEING Lots Nos. 1, 2, 3, & 4 on the map of J.L. Valentino's subdivision of Lot No. 1 of the Woodward Plan, called "Maple Grove" of record in Book 57, page 83, Register's Office for Davidson County, more particularly described as follows:

Lot No. 1 of the Woodward Plan called Maple Grove Plan, of record in Book 57, page 83, Register's Office for Davidson County fronts 56 feet on the northerly side of Buchanan Street, formerly Hydes Ferry Pike, and runs back between lines 153 feet on the westerly side and 175 feet more or less on the easterly side along the westerly margin of Ninth Avenue North to an alley in the rear, on which it measures 13 feet.

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Lot No. 4 and the remaining westerly feet of Lot No. 3 adjoin and front together 48 1/3 feet on the northerly side of Buchanan Street and run back between parallel lines a distance of 150 feet to an alley.

INCLUDED in the above description, but EXCLUDED from this conveyance is that portion of subject property vested in the State of Tennessee for the use and benefit of the Department of Highways by Consent Judgment of record in Book 4173, page 46, said Register's Office, described as follows:

Land in Davidson County, Tennessee, beginning at the intersection of the northerly margin of Buchanan Street and the westerly margin of Ninth Avenue, said point of intersection being the southeasterly corner of Lot No. 1 of the Woodward Plan, of record in Book 57, page 83, Register's Office for Davidson County, Tennessee. Said Lot No. 1 also being part of that tract of land

conveyed to Julia A. Waller by deed of record in Book 1338, page 518, Register's Office for Davidson County, Tennessee; thence along the northerly margin of Buchanan Street and the southerly boundary of said tract of land conveyed in Book 1338, page 518, Register's Office for Davidson County, Tennessee, North 75 degrees 33 minutes 46 seconds West 54.19 feet to a point; thence North 4 degrees 51 minutes 19 seconds West 9.74 feet to a point; thence eastwardly along an arc curving to the right and having a radius of 603.96 feet, 45.15 feet to a point on the westerly margin of Ninth Avenue; thence along the westerly margin of Ninth Avenue and the easterly boundary of said Waller tract, South 17 degrees 57 minutes 14 seconds East 26.65 feet to the point of beginning, containing 842 square feet, plus or minus.

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Beginning at the southeast corner of the property belonging to us located at the northwest corner of Ninth Avenue North and Buchanan Street, running thence in a westerly direction, and with the rear line of the present sidewalk located on the northerly side of Buchanan Street 107 feet to a point, said point being approximately 44 feet east of the westerly line of Lot No. 4 in Maple Grove Plan; thence in an easterly direction in line with the rear of the present sidewalk line extended, a distance of 100 feet more or less to a point where said rear sidewalk line extended would intersect the sidewalk now on the westerly side of Ninth Avenue North; thence in a southerly direction with the rear line of said Ninth Avenue sidewalk, a distance of approximately 20 feet to the beginning.

BEING the same property conveyed to Ziad Mutlak by quitclaim deeds of record in Book 11435, Page 662 and Book 11435, Page 665, Register's Office for Davidson County, Tennessee.

As provided in the notice of foreclosure sale advertising the sale of the Property, a copy of which is enclosed, the Property is to be sold for cash on October 28, 2004 at 12:00 p.m. (twelve o'clock noon) in Nashville, Tennessee at 501 Great Circle Road, Nashville, Tennessee 37201.

4. As of October 1, 2004, the approximate amount of the Indebtedness is $238,164.92 which consists of principal in the amount of $223,835.17, accrued interest in the amount of $6,181.46, late charges in the amount of $1,219.80, insurance costs in the amount of $1,509.80, and enforcement costs in the amount of $5,418.69. It is anticipated that additional costs and expenses (including legal expenses and costs of advertising but excluding an auctioneer's commission) incurred in connection with the sale of the Property will not exceed $5,000.00.

This declaration is made under penalty of perjury. Please accept this letter as the twenty five (25) day notice required by Tennessee Code Annotated section 67-1-1433. I would appreciate your acknowledging receipt of this letter by signing and dating the duplicate of this letter where indicated below and returning it to me in the enclosed self-addressed and stamped envelope.

Very truly yours,

WHITE & REASOR, PLC

Charles B Reasor III

BY: CHARLES B. REASOR III

CBRIII/kf
Enclosure
cc: Robin Oberg (w/encl.)

Receipt acknowledged by:

_____
Name

_____
Title

_____
Date

Exhibit "D"

Written Response of the State of Tennessee

REVENUE ENFORCEMENT DIVISION

PHIL BREDESEN
Governor

STATE OF TENNESSEE
DEPARTMENT OF REVENUE
ANDREW JACKSON STATE OFFICE BUILDING
NASHVILLE, TENNESSEE 37242

LOREN L. CHUMLEY
Commissioner

October 1, 2004

Charles B Reasor, III
White & Reasor, PLC
Two American Center, Suite 1150
3102 West End Avenue
Nashville, TN 37203-1304

Re: Foreclosure Sale of Property Owned by: **Zaid Mutlak**
Entity Number: **002[redacted]-5368**

Dear Mr. Reasor:

This is in reference to your letter dated October 1, 2004 concerning a foreclosure sale of property owned by the above-captioned taxpayer(s).

Your letter **does** comply with the provisions of T.C.A. § 67-1-1401 et. seq., but if the sale produces more than the amount needed to satisfy the cost of the sale, the indebtedness indicated in your letter, and any other superior liens, the amount of surplus proceeds up to the amount of taxes, penalties and interest due the Department of Revenue must be remitted to the State of Tennessee. Excess proceeds, if any, should be sent to the attention of the Special Procedures Unit at P.O. box 190665 Nashville, TN 37219-0665. The amount of taxes, penalties and interest that is due as of **October 28, 2004** is **$8,721.19**.

After the sale, (and within 15 days), please furnish me with **an accounting of the sale** (closing statement), and I will release the State's tax lien on the property sold. If the sale is canceled, please advise this office with a brief explanation. I trust that this has answered your letter, but if not, please let me know.

Sincerely,

Becky Tellas

Becky Tellas, Supervisor
Special Procedures Section
Revenue Enforcement Division

BT/rp

c: *file*