BILL GARRETT, Davidson County
Trans:T20110047440 DEEDTRS
Recvd: 08/03/11 14:20 10 pgs
Fees:53.00 Taxes:1461.50
20110803-0059800

SUCCESSOR/SUBSTITUTE TRUSTEE'S DEED

Address New Owner(s) and Send Tax Bills To:

Quality Properties Asset Management Company
100 S. Charles Street, 3rd Floor
Baltimore, Maryland 21201
Mail Code: MD4-325-03-29

Map-Parcel Numbers:

069-00-0-235.00

WHEREAS, by the Deed of Trust, Security Agreement, Assignment of Rents and Leases and Fixture Filing dated February 23, 2006, and recorded on February 28, 2006 and recorded as Instrument Number 20060228-0022981 (the "Deed of Trust") in the Register's Office for Davidson County, Tennessee, CASCADES KR, LLC, a Ohio limited liability company, conveyed to Mid South Title Corporation., Trustee, the hereinafter-described property for the purpose of securing the payment of the indebtedness and performance of the obligations therein set forth; and

WHEREAS, the holder of the debt secured by the Deed of Trust appointed Margaret L. Behm as Successor Trustee by Instrument Number 20110629-0049890 of record in said Register's Office for Davidson County, Tennessee; and

WHEREAS, an Affidavit of Clarification dated July 26, 2011 was recorded in the Register's Office for Davidson County, Tennessee as Instrument Number 20110726-0057264 in order to more clearly identify the real property secured by the Deed of Trust; and

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

WHEREAS, in pursuance thereof, the said property was advertised for sale by the undersigned, in conformity with the terms and provisions of said Deed of Trust, by which advertisement the sale was appointed to be held on August 3, 2011, at the Davidson County Courthouse, 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 (or credit upon the indebtedness secured if the holder of the secured indebtedness were the successful bidder) at which sale, the holder of the secured indebtedness, Quality Properties Asset Management Company, an Illinois corporation, was the highest and best bidder and became the purchaser of said property at and for the sum of $395,00.00.

NOW, THEREFORE, in consideration of the premises, the undersigned, Margaret L. Behm, as Successor Trustee, does hereby grant, bargain, sell and convey to the said Quality Properties Asset Management Company, ("Grantee") in fee simple forever, the property above mentioned and now further described as being in the County of Davidson and State of Tennessee, to-wit:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the South by Tract "A" of the Kroger Limited Partnership I Property, bounded on the West by Tract "A" and Tract "C" of the Kroger Limited Partnership I Property, bounded on the North and East by Haynes Park Subdivision, Section 2 (Plat Book 4460, page 51, R.O.D.C., TN) and being more particularly described as follows:

Beginning at an iron pin in the easterly margin of Clarksville Highway, said iron pin being 1,341.8 feet from the northerly margin of West Hamilton Road;

Thence, with the southerly boundary of Tract "C" of the Kroger Limited Partnership I Property the following calls:

Thence, South 81° 30' 29" East, 330.00 feet to an iron pin;

Thence, North 08° 29' 31" East, 15.00 feet to a railroad spike;

Thence, South 81° 30' 29" East, 169.77 feet to an iron pin, the point of beginning for Tract "B" described herein;

Thence, a common line with Tract "C" of the Kroger Limited Partnership I Property (Proposed Bordeaux Library Site), North 08° 29' 31" East, 182.74 feet to a railroad spike;

Thence, a common boundary with the Haynes Park Subdivision-Section Two (Plat Book 4460, page 51, R.O.D.C., TN), the following calls:

Thence, South 81° 37' 17" East, 499.77 feet to an iron pin;

Thence, South 08° 16' 23" West, 666.61 feet to a concrete monument;

Thence, a common line with Haynes Park, Section One (Plat Book 4300, page 115, R.O.D.C., TN), South 08° 23' 05" West, 87.93 feet;

Thence, a common line with Tract "A" of the Kroger Limited Partnership I Property the following calls:

Thence, North 81° 38' 05" West, 312.18 feet;

Thence, North 09° 33' 46" West, 138.36 feet;

Thence, North 09° 52' 47" East, 126.66 feet;

Thence, North 05° 39' 54" West, 300.00 feet;

Thence, 81° 30' 29" East, 20.00 feet;

Thence, North 08° 29' 31" East, 10.00 feet;

Thence, North 41° 37' 54" West, 35.00 feet;

Thence, North 81° 30' 29" West, 15.00 feet;

Thence, South 08° 29' 31" West, 10.00 feet;

Thence, North 81° 30' 29" West, 55.23 feet to an iron pin, the point of beginning.

Containing 6.926 acres, more or less.

Being the same property conveyed to Cascades KR, LLC, by deed from Kroger Limited Partnership I, an Ohio limited partnership, of record as Instrument No. 20060228-0022980, dated February 23, 2006, said Register's Office.

Together with the rights created for Public Utility Drainage and Access, as shown in Plat Book 8250, page 873, said Register's Office.

This conveyance is made subject to all unpaid taxes and to all other restrictions, easements and encumbrances whether or not of record.

This is unimproved property with an address believed to be located on Clarksville Pike, Nashville, Davidson County, Tennessee.

In addition to any other liens and encumbrances that may burden the Property, the Property is subject to the following lien held by the state of Tennessee:

NOTICE OF STATE TAX LIEN of record at Instrument No. 20101223-0102021, of the Davidson County Register of Deeds Office. Notice to the state has been timely given in accordance with Tenn. Code Ann. § 67-1-1433(b)(1), and the sale will be subject to the right of the state to redeem the land as provided for in § 67-1-1433(c)(1). Attached hereto are the exhibits as required by Tennessee Code Annotated Section 35-5-104.

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 Grantee in fee simple forever, to whom the said Margaret L. Behm, Successor Trustee, warrants the title to the aforesaid real property against the lawful claims of all persons claiming by, through, or under her only as such Successor Trustee, but not individually, further or otherwise.

THE PREPARER OF THIS DEED MAKES NO REPRESENTATION AS TO THE STATUS OF TITLE TO THE PROPERTY DESCRIBED HEREIN. THIS DEED HAS BEEN PREPARED SOLELY FROM INFORMATION FURNISHED TO THE PREPARER, WHO MAKES NO REPRESENTATION WHATSOEVER OTHER THAN IT HAS BEEN ACCURATELY TRANSCRIBED FROM THE INFORMATION PROVIDED.

IN WITNESS WHEREOF, Margaret L. Behm as Successor Trustee, has caused this instrument to be executed this the 3rd day of August, 2011.

Margaret L. Behm, Successor Trustee

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Personally appeared before me, the undersigned, a Notary Public in and for the State and County aforesaid, Margaret L. Behm, as Successor Trustee, the within named bargainor, with whom I am personally acquainted, and who acknowledged that she executed the within instrument only as Successor Trustee, for the purposes therein contained.

WITNESS my hand, at office this 3rd day of August, 2011.

Notary Public

My Commission Expires: _____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value of the property is $ 395,000.00.

Affiant

Subscribed and sworn to before me this 3rd day of August, 2011.

Notary Public

My Commission Expires: _____

This Instrument prepared by:
Margaret L. Behm
Dodson Parker Behm & Capparella, PC
1310 Sixth Avenue, North
Nashville, TN 37208

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

received 7-12-11

July 8, 2011

Candi R Henry
Dodson Parker Behm & Capparella, PC
1310 Sixth Avenue North
Nashville, TN 37208

Re: Foreclosure Sale of Property Owned by: **Cascades KR, LLC**
Entity Number: **001 204036402/000**
Property Address: Clarksville Pk

This is in reference to your letter dated July 6, 2011 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 **August 2, 2011** is **$4,572.58**. *(Please be advised that if the scheduled sale is cancelled or postponed for any reason, notice must be submitted in writing if the sale is to be continued).*

After the sale, (and within 15 days), please furnish me with **an accounting of the sale** (form enclosed), 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 that this has answered your letter, but if not, please let me know.

Lien Desk 1
Special Procedures Section
Revenue Enforcement Division
Tennessee Department of Revenue

SP/bt
c: *file*

LAW OFFICES

DODSON PARKER BEHM & CAPPARELLA PC
EXPERIENCE COMMITMENT & COMMON SENSE

HARLAN DODSON
PAUL S. PARKER
MARGARET L. BEHM
DONALD CAPPARELLA
AMY J. FARRAR
CANDI HENRY
TRACY D. KANE

OF COUNSEL
MICHAEL B. BRESSMAN
CYNTHIA C. CHAPPELL

HARLAN DODSON JR.
(1916-1986)

July 1, 2011

VIA: Hand Delivery

ATTN: Director, Tax Enforcement Division

Tennessee Department of Revenue
Commissioner Richard H. Roberts
Andrew Jackson Building
500 Deaderick St.
Nashville, Tennessee 37242

Re: Notice of Sale

Dear Commissioner:

This firm represents Bank of America, N.A., which holds an Amended and Restated Promissory Note executed by Cascades KR, LLC, dated February 23, 2006, in the original principal amount $368,500.00, (the "Note") as referenced in the Modification of Loan Documents recorded as Instrument No. 20090408-0032228 in the Davidson County Register's Office. The Note is secured by a Deed of Trust, Security Agreement, Assignment of Rents and Leases and Fixture Filing on certain real property (the "Property") described in that Deed of Trust dated February 23, 2006, and recorded on February 28, 2006, as Instrument Number 20060228-0022981 ("Deed of Trust"). The Note is in default and demand for payment of the amount in default has been made, but such demand has not been honored. The holder of the Note and Deed of Trust, therefore, has declared the Note to be in default so that full payment of the Note is now required, and the holder of the note has demanded that the Property covered by the Deed of Trust, and hereinafter described, be advertised and sold in satisfaction of said indebtedness and the costs of foreclosure.

It is my understanding that the Tennessee Department of Revenue has filed a notice of state tax lien against the property. Therefore, this notice is being submitted to you pursuant to Tenn. Code Ann. § 67-1-1433 and Tenn. Comp. R. & Regs. 1320-02-01-.35 as follows:

1. This notice is submitted by Dodson, Parker Behm & Capparella, PC, 1310 Sixth Avenue, North, Nashville, TN 37208 on behalf of Bank of America, N.A., a national banking association, and Quality Properties Asset Management Company, its subsidiary, an Illinois corporation, whose mailing address is 100 S Charles Street, 3rd Floor, Baltimore, MD 21201, Mail Code: MD4-325-03-29.

2. The Tennessee Department of Revenue has filed a Notice of Tax Lien ("Tax Lien Notice") against Cascades KR, LLC. The address of said taxpayer as shown on the Tax Lien Notice

is 425 Walnut Street, Suite 2112, Cincinnati, Ohio 45202-3917. The Tax Lien Notice bears Account Number 00120-4036402, and is dated December 16, 2010. It is of record as Instrument Number 20101223-0102021, Register's Office for Davidson County, Tennessee, having been recorded at said Office on December 23, 2010. A copy of said Tax Lien Notice is enclosed herewith for your information.

3. The Property is located on Clarksville Pike, said Property being more particularly described as that certain real property situated in Davidson County, as follows:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the South by Tract "A" of the Kroger Limited Partnership I Property, bounded on the West by Tract "A" and Tract "C" of the Kroger Limited Partnership I Property, bounded on the North and East by Haynes Park Subdivision, Section 2 (Plat Book 4460, page 51, R.O.D.C., TN) and being more particularly described as follows:

Beginning at an iron pin in the easterly margin of Clarksville Highway, said iron pin being 1,341.8 feet from the northerly margin of West Hamilton Road;

Thence, with the southerly boundary of Tract "C" of the Kroger Limited Partnership I Property the following calls:

Thence, South 81° 30' 29" East, 330.00 feet to an iron pin;

Thence, North 08° 29' 31" East, 15.00 feet to a railroad spike;

Thence, South 81° 30' 29" East, 169.77 feet to an iron pin, the point of beginning for Tract "B" described herein;

Thence, a common line with Tract "C" of the Kroger Limited Partnership I Property (Proposed Bordeaux Library Site), North 08° 29' 31" East, 182.74 feet to a railroad spike;

Thence, a common boundary with the Haynes Park Subdivision-Section Two (Plat Book 4460, page 51, R.O.D.C., TN), the following calls:

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Thence, South 08° 16' 23" West, 666.61 feet to a concrete monument;

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Thence, North 09° 52' 47" East, 126.66 feet;

Thence, North 05° 39' 54" West, 300.00 feet;

Thence, 81° 30' 29" East, 20.00 feet;

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Thence, South 08° 29' 31" West, 10.00 feet;

Thence, North 81° 30' 29" West, 55.23 feet to an iron pin, the point of beginning.

Containing 6.926 acres, more or less.

Being the same property conveyed to Cascades KR, LLC, by deed from Kroger Limited Partnership I, an Ohio limited partnership, of record as Instrument No. 20060228-0022980, dated February 23, 2006, said Register's Office.

Together with the rights created for Public Utility Drainage and Access, as shown in Plat Book 8250, page 873, said Register's Office.

4. The Property will be sold at public auction for cash on August 3, 2011, at 10:00 a.m., at the Davidson County Courthouse, South main door, One Public Square, Nashville, Tennessee. Enclosed herewith is a copy of the Notice of Foreclosure.

5. The approximate amount of principal indebtedness on the Note is $364,386.94 with accrued interest as of July 1, 2011, in the amount of $42,004.94. Accordingly, the total indebtedness secured by the Deed of Trust as of today is approximately $406,391.88 plus the expenses and attorney fees incurred in connection with this foreclosure. The per diem rate of interest for every day is approximately $52.49. It is anticipated that additional costs and expenses in this foreclosure and other foreclosures related to Cascades KR, LLC will be not less than $50,000.00.

The Property is also subject to the following encumbrances:

General or special taxes and assessments required to be paid in the year 2011 and subsequent years for Map-Par. 069-00-0-235.00.

Other encumbrances are:

Deed of Trust executed by Cascades KR, LLC to Don Barnett, Trustee, of record as Instrument No. 20060228-0022982, said Register's Office, dated February 23, 2006, to secure to Kroger Limited Partnership I an indebtedness in the amount of $200,000.00, and any other sums which may be and become payable under the terms thereof, including, but not limited to, principal interest and service fee. (See instrument for complete terms and conditions as well as possible rights and options of the mortgagee, including rights respecting assumption of the debt secured thereby.)

Matters shown on the Plan of record in Book 8250, page 873, said Register's Office.

Terms and Conditions of Reciprocal Easement Agreement of record in Book 9379, page 266, amended in Book 11484, page 548 and as Instrument No. 20000124-0007918, said Register's Office.

Declaration of Reciprocal Easements and restrictions of record in Book 10795, page 158, amended in Book 11484, page 568, said Register's Office.

Terms and Conditions of Reciprocal Access and Restrictions Agreement of record in Book 11484, page 587, said Register's Office.

Stormwater Detention Agreement to Metropolitan Government of Nashville and Davidson County, Tennessee, of record as Instrument No. 20010703-0070341, said Register's Office.

Deed restrictions contained in Deed of record as Instrument No. 20060228-0022980, said Register's Office.

Please accept this letter as the twenty-five (25) day notice required by Tenn. Code Ann. § 67-1-1433, which notice must be given to the Commissioner of Revenue or his delegate. Please advise me immediately of any deficiency or inadequacy in this notice.

I appreciate your assistance.

Very truly yours,

Candi R. Henry
Dodson Parker Behm & Capparella, PC
1310 Sixth Avenue, North
Nashville, TN 37208

Encl.

N0007501

3571782101215

TENNESSEE DEPARTMENT OF REVENUE

NOTICE OF STATE TAX LIEN

Pursuant to the provisions of T.C.A. 67-1-1401 et. seq. a lien exists in favor of the State of Tennessee. This lien exists on all property and all rights, title and interest in property acquired prior to or subsequent to the filing of this notice that belongs to the named taxpayer(s).

Notice is hereby given that there have been assessed taxes, penalty, and interest against the indicated taxpayer, which after demand for payment remain unpaid. The precise amount of the lien may be obtained from the State of Tennessee Tax Enforcement Division at (615) 741-7074.

FOR DEPARTMENT OF REVENUE USE ONLY

TAXPAYER:	ENTITY ID:
CASCADES KR, LLC	001 20-4036402/000
D/B/A: CASCADES KR, LLC 425 WALNUT ST STE 2112 CINCINNATI OH 45202-3917	001 20-4036402 COUNTY: DAVIDSON

This instrument was prepared by the Tennessee Department of Revenue.

Witness my hand, at Nashville, Tennessee, on December 16, 2010.

COMMISSIONER OF REVENUE

By: William E. Haslam

Delegate of Commissioner

FOR REGISTER USE ONLY .... PRINT OR STAMP

BOOK NO	PAGE NO.	DATE	TIME
REGISTER	BILL GARRETT, Davidson County Trans:T20100080763 LIENSTL Recvd: 12/23/10 08:55 1 pgs Fees:12.00 Taxes:0.00 [redacted] 20101223-0102021	BY:	

RV-N0007501