

SUBSTITUTE TRUSTEE'S DEED

WHEREAS, on March 8, 2006, Mark Matthews Development, LLC, ("Debtor") executed to Eugene F. Weimer, Trustee, a certain deed of trust conveying to him as Trustee, certain property hereinafter fully set forth and described, which deed of trust is found of record in Book 2430, page 16, in the Office of the Chancery Clerk of Desoto County, Mississippi, (the "Deed of Trust"); and

WHEREAS, by instrument of record in Book 2,826, page 359 in the Office of the Chancery Clerk of Desoto County the Original Trustee was replaced by E. Franklin Childress, Jr., R. Spencer Clift, III and K. David Waddell, 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, Regions Bank, the owner 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 DESOTO TIMES, a newspaper published in the City of Hernando, Desoto County, Mississippi, the first insertion appearing on January 31, 2008 and subsequent insertions appearing on February 7, 2008, February 14, 2008 and February 21, 2008, giving the time, terms, place of sale, and description of the real estate; and

WHEREAS, Proof of Publication in The DeSoto Times is attached hereto and made a part of this deed as set forth in "Exhibit A"; and

WHEREAS, at twelve o'clock noon (12:00 p.m.), on **Thursday, February 28, 2008**, being the time and at the east front door of the Courthouse, Hernando, Desoto County, Mississippi, 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 **Regions Bank** at and for the sum of \$29,484.00 which is the highest and best bid in connection therewith;

NOW, THEREFORE, the undersigned, R. Spencer Clift, III, as Substitute Trustee, 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 **Regions Bank ("Grantee")**, the following real estate situated and located in Desoto County, Mississippi, to-wit:

Lot 4 and Lot 7, Phase 1, Magnolia Commons Subdivision, located in Section 19, Township 3 South, Range 7 West, as shown on plat of record in Plat Book 97, Page 11 in the Chancery Clerk's Office of Desoto County, Mississippi, to which plat reference is hereby made for a more particular description of said property.

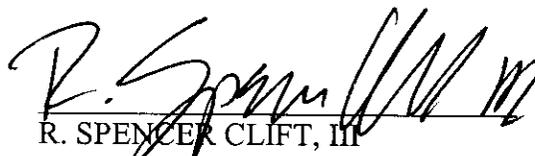
Being a portion of the same property conveyed to Mark Matthews Development, Inc. by Warranty Deed of record in Book 523, page 327 in said Chancery Clerk's Office.

TO HAVE AND TO HOLD unto Grantee, Grantee's successors and assigns, the same together with all hereditaments and appurtenances belonging or appertaining thereto and further **SUBJECT TO THE FOLLOWING:**

1. Any unpaid taxes against the property; and
2. Any recorded easements, conditions, covenants, right-of-way or subdivision plats affecting the property; and
3. Any dedication of roads affecting the property and any governmental zoning and subdivision ordinances or regulations in effect; and
4. Any prior or superior liens, judgments, deeds of trust or other interests of record.

The undersigned Substitute Trustee, as Grantor, believes the title hereby conveyed to be good, except for prior liens of record, including without limitation, those described hereinabove, and including any prior liens for taxes, and any applicable restrictions, building lines and easements, that warrants same against the lawful claims of all persons claiming by, through, and under a conveyance from the undersigned, as Substitute Trustee, under the provisions of the above described instruments, **AND NO FURTHER OR OTHERWISE.**

IN WITNESS WHEREOF, R. Spencer Clift, III, as Substitute Trustee has hereunto set his hand this the 28th day of February, 2008.


 R. SPENCER CLIFT, III
 SUBSTITUTE TRUSTEE

STATE OF TENNESSEE
COUNTY OF SHELBY

On this 28th day of February, 2008, before me, a Notary Public in and for said State and County, duly commissioned and qualified, personally appeared R. Spencer Clift, III, 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.

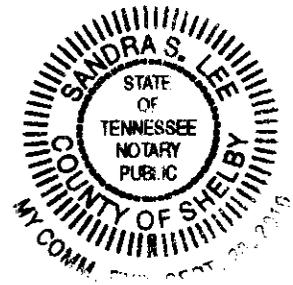
WITNESS my hand and Official Notarial Seal at office the day and year above written.

Sandra S. Lee

NOTARY PUBLIC

My commission expires:

9-28-2010



PROPERTY ADDRESS:

Lot 4 and Lot 7, Phase 1, Magnolia Commons
Subdivision, located in Section 19, Township 3 South,
Range 7 West, Desoto County, Mississippi

OWNER AND MAIL TAX NOTICE TO:

Regions Bank
210 East Capitol, 8th Floor
Jackson, MS 39201
Telephone: (601) 354-8038

PREPARED BY AND RETURN TO:

Baker, Donelson, Bearman, Caldwell & Berkowitz, PC
165 Madison Avenue, Suite 2000
Memphis, TN 38103
Telephone: (901) 577-2147

TAX ID:

3074-1900-0-00005.00

INDEXING INSTRUCTIONS: Phase I, Magnolia Commons Subdivision (Plat of Record in Plat Book 97, Page 11) located in Section 19, Township 3 South, Range 7 West, DeSoto County, Mississippi.



PROOF OF PUBLICATION

THE STATE OF MISSISSIPPI
COUNTY OF DESOTO

Diane Smith personally appeared before me the undersigned in and for said County a State and states on oath that she is the CLERK of the DeSoto Times Today, a newspaper published in the town of Hernando, State and County aforesaid, and having a general tion in said county, and that the publication of the notice, a copy of which is hereto att has been made in said paper 4 consecutive times, as follows, to-wit:

- Volume No. 113 on the 31 day of Jan., 2008
- Volume No. 113 on the 7 day of Feb., 2008
- Volume No. 113 on the 14 day of Feb., 2008
- Volume No. 113 on the 21 day of Feb., 2008
- Volume No. _____ on the _____ day of _____, 2008
- Volume No. _____ on the _____ day of _____, 2008

Diane Smith

Sworn to and subscribed before me, this 21 day of Feb., 2008

BY Judy A. Douglas

NOTARY PUBLIC STATE OF MISSISSIPPI AT LARGE
MY COMMISSION EXPIRES: JANUARY 16, 2009
BONDED THRU DIXIE NOTARY SERVICE, INCORPORATED

A. Single first insertion of 798 words @ .12 \$ 95.76
 B. 3 subsequent insertions of 2394 words @ .10 \$ 239.40
 C. Making proof of publication and depositing to same \$ 3.00
 TOTAL PUBLISHER'S FEE: \$ 338.16

SUBSTITUTE TRUSTEE'S NOTICE OF SALE
 WHEREAS, the undersigned, Substituted Trustee, has been appointed by the Court in and for the County of DeSoto, Mississippi to enforce a debt in the original principal amount of \$119,700.00 owed to Regions Bank, which Debt of Trust is recorded in Book 2449, Page 113, of the DeSoto County, Mississippi, Clerk's Office, and

WHEREAS, the undersigned, Substituted Trustee, has been appointed by the Court in and for the County of DeSoto, Mississippi to enforce a debt in the original principal amount of \$119,700.00 owed to Regions Bank, which Debt of Trust is recorded in Book 2449, Page 113, of the DeSoto County, Mississippi, Clerk's Office, and

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NOW, THEREFORE, by virtue of the authority vested and conferred upon me as Substituted Trustee in said Debt of Trust, I will on Thursday, the 29th day of February, 2008, during the legal hours (between the hours of 11:00 a.m. and 4:00 p.m.) at the East front door of the DeSoto County Courthouse at Hernando, Mississippi, offer for sale and sell at public auction to the highest and best bidder for cash, the property therein described in the original principal amount of \$119,700.00 recorded in the State of Mississippi DeSoto County and is hereinafter described as follows:

Lot 2, 5, 6 and 7, Tract 1, ...

LESS AND EXCEPT LOT 5, PARTIAL RELEASE IN BOOK 2877, PAGE 499 IN SAID OFFICE.

LESS AND EXCEPT LOT 6, PARTIAL RELEASE IN BOOK 2752, PAGE 255 IN SAID OFFICE.

Being a portion of the same property conveyed to Mark Mathews Development, LLC, a Tennessee Limited Liability Company by Warranty Deed of record in Book 523, Page 327 in the Chancery Clerk's Office of DeSoto County, Mississippi. Said Sale shall be made for cash to the highest and best bidder in cash subject to the following:

1. Any unpaid taxes against the property; and
2. Any recorded easements, covenants, conditions, rights, claims or restrictions that affect the property; and
3. Any dedication of roads affecting the property and any governmental zoning and subdivision ordinances or regulations in effect; and
4. Any prior or superior liens, judgments, deeds of trust or other encumbrances.

The sale is subject to all the provisions of the Deed of Trust and related documents.

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The failure of any high bidder to pay the purchase price and close this sale immediately, shall, at the option of the Substituted Trustee, be cause for rejection of the bid, and if the bid is rejected, the Substituted Trustee shall have the option of making the sale to the next highest bidder who is able, capable, and willing to comply with the terms hereof. The proceeds derived from the sale of the property will be applied as provided for in said Deed of Trust which provisions are made a part hereof as if set forth verbatim herein.

Title to the above described property is believed to be good, but I will convey only such title as is vested in me as Substituted Trustee.

This Notice of Sale has been posted and published in accordance with Miss. Code Ann. § 89-1-55 and any provisions of the Deed of Trust affecting same beginning January 31, 2008.

/s/ R. Spencer Carr, III
 R. Spencer Carr, III, Substituted Trustee

BAKER DONELSON BEARMAN CALDWELL & BERKOWITZ, P.C.
 185 Madison Avenue, Suite 2000
 Memphis, Tennessee 38103

Publish:
 January 31, 2008
 February 7, 2008
 February 14, 2008
 February 21, 2008

