

that the fair value of any single item of encumbered personal property sold or otherwise disposed of free of the lien hereof shall not exceed in value \$5,000.00 at the time of such sale or other disposition.

Grantor may, without obtaining the consent of the Trustee or Beneficiaries, alter, repair, replace, improve or change the encumbered personal property or the plants, buildings, structures, fixtures, tracks and improvements on the encumbered real estate so long as such alteration, repair, replacement, improvement or change does not substantially reduce the value of the encumbered property or render inefficient the use of the same in the operation of Grantor.

All parties at interest hereby expressly waive oath, inventory and bond for execution of this Trust on the part of the Trustee.

In case of a sale hereunder, the Trustee will execute to the purchaser all necessary title papers and place the purchaser in quiet and peaceable possession of the property. From the date of such sale, any parties occupying the real estate shall become the tenants at will of the purchaser at the sale.

In the event of the inability or refusal of the Trustee to act when action may be required, or for any other reason sufficient to the Beneficiaries, with or without cause, the Beneficiaries are authorized to appoint a successor to execute this trust, in whole or in part, and without notice to either the Trustee or Grantor, in which successor shall be vested as necessary all title, powers and authority vested in the Trustee named herein. Such appointment shall be in writing and shall be registered in the Register's Office of Hamilton County, Tennessee, and/or such other places of registration as may be necessary under the circumstances where counterparts of this Deed of Trust have been registered. All parties at interest agree that no formal resignation, declaration of refusal to act, or proof of inability to act shall be required.

In addition to the power of sale above provided, or if such power of sale shall be in conflict with any applicable law, the Beneficiaries shall have the right to proceed in a court of equity, or any other proper court, to foreclose this Deed of Trust, and shall be entitled to judgment for their