BOOK 5267 PAGE 180

QUIT CLAIM OF PARTNERSHIP INTEREST

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

WHEREAS, Harry G. Hemmerly, James T. McLean and Homer E. Chance did form a limited partnership under the laws of the State of Tennessee, the certificate of which was duly executed and recorded in the Register's Office for Davidson County, Tennessee in Book 4422, page 16, to own, develop and lease the Rothwood Apartments; and,

WHEREAS, Harry G. Hemmerly did bargain, sell, transfer and convey his interest in the limited partnership to James T. McLean by instrument of record in Book 4455, page 107, Register's Office of Davidson County; and,

WHEREAS, James T. McLean did bargain, sell, transfer and convey a portion of his interest in said limited partnership to John T. Baugh, Jr. by instrument not of record; and,

WHEREAS, James T. McLean, John T. Baugh, Jr. and Homer E. Chance did bargain, sell, transfer and convey unto The Rothwood Group, a limited partnership duly organized under the laws of the State of Tennessee, all assets and property, both real and personal, tangible and intangible, of the Rothwood Apartments by Contract of Sale dated December 30, 1977;

NOW, THEREFORE, know all men by these presents, that for and in consideration of the mutual covenants and consideration recited herein including the previous instruments referenced hereinabove, we, Harry G. Hemmerly, James T. McLean, John T. Baugh, Jr. and Homer E. Chance, do remise, release and quitclaim to The Rothwood Group, a Tennessee Limited Partnership, all right, title, interest and claim we, jointly or individually, may have in or to the following described property situated in Davidson County, Tennessee:

All assets and property, both real and personal, tangible and intangible belonging to or inuring to the benefit of the Tennessee Limited Partnership known

as Rothwood Apartments, including the real estate as described in Exhibit A, lease agreements, fixtures and contract rights.

Witness our hands this 9th day of March, 1978.

HARRY G. HEMMERLY

JAMES T. McLEAN

HOMER E. CHANCE

JOHN T. BAUGH, JR.

The Rothwood Group, the Tennessee Limited Partnership referred to herein, agrees to perform all of the obligations required of the Lessee under that certain Lease between John Hancock Mutual Life Insurance Company as Lessor and Rothwood Apartments as Lessee, dated as of June 1, 1970, and of record in Book 4428, page 149, Register's Office for Davidson County, Tennessee.

THE ROTHWOOD GROUP

By: _____
A General Partner

This instrument prepared by: Ronald B. Buchanan, Attorney at Law,
223 Madison Street, Madison, Tennessee 37115

DESCRIPTION OF LAND

Land in Davidson County, Tennessee, being part of Lots Nos. 25, 26, 27, 28, 31, 32, 33 and 34 on the Plan of H. B. Chadwell Tract, as of record in Book 421, page 61, Register's Office for Davidson County, Tennessee, and more particularly described according to a survey dated April 10, 1969, revised May 26, 1969, by Parrish Engineers, Inc., as follows:

BEGINNING at an iron stake at the intersection of the center line of Geisen Drive (unimproved) and the center line of Rothwood Avenue as relocated by the Metropolitan Highway Department, thence with the revised center line of Rothwood Avenue South 79° 16' East 51.47 feet to the beginning of a curve; thence with said curve to the left (radius 1006.64') 116.83 feet; thence South 85° 55' East 16.37 feet to the beginning of a curve to the right; thence with said curve (radius 1226.23') 149.85 feet to an iron stake at the northwest corner of Roy F. Druskey property; thence with Druskey's westerly line South 9° 31' West 259.66 feet; thence South 80° 43' East 140 feet to S. N. Borrow's northwest corner; thence with the westerly line of Borrow, Chance and Wright, South 9° 13' West 330.00 feet; thence North 82° 16' West 101.50 feet; thence South 9° 16' West 225.00 feet; thence South 75° 40' West 257.00 feet to the center line of a creek; thence with the center line of said creek South 50° 41' West 202.40 feet to an iron stake in the center line of Geisen Drive (unimproved); thence with the center line of Geisen Drive, North 9° 06' East 1063.75 feet to the point of beginning, and containing 8.30 acres.

Being the same property conveyed to John Hancock Mutual Life Insurance Company by deed from Rothwood Apartments, a limited partnership composed of Harry G. Hemmerly and James T. McLean, general partners, and Homer E. Chance, limited partner, by deed of record in Book 4428, page 144, Register's Office for Davidson County, Tennessee.

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

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Personally appeared before me, the undersigned, a Notary Public in and for said State and County, the within named James T. McLean, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes contained therein.

Witness my hand and official seal at Madison, Tennessee on this 9th day of March, 1978.

Notary Public

My Commission Expires:

Dec. 5, 1978

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

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Personally appeared before me, the undersigned, a Notary Public in and for said State and County, the within named Harry G. Hemmerly, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes contained therein.

Witness my hand and official seal at Madison, Tennessee on this 9th day of March, 1978.

Notary Public

My Commission Expires:

Dec. 5, 1978

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

BOOK 5267 PAGE 185

Personally appeared before me, the undersigned, a Notary Public in and for said State and County, the within named Homer E. Chance, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes contained therein.

Witness my hand and official seal at Madison, Tennessee on this 9th day of March, 1978.

Homer E. Chance
Notary Public

HOMER E. CHANCE NOTARY PUBLIC DAVIDSON COUNTY

My Commission Expires:

Dec. 5, 1978

STATE OF TENNESSEE:
COUNTY OF DAVIDSON:

Personally appeared before me, the undersigned, a Notary Public in and for said State and County, the within named John T. Baugh, Jr., with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes contained therein.

Witness my hand and official seal at Madison, Tennessee on this 9th day of March, 1978.

E 5 7 0 4 2

IDENTIF. REFERENCE

MAR 30 10 43 AM '78

FILED & RECORDED WITH REGISTER DAVIDSON COUNTY, TENN.

Notary Public

My Commission Expires:

Dec. 5, 1978

MISC

14.00 * 14.00