Address New Owner:	Send Tax Bills to:	Map-Parcel Numbers
Consolidated Capital Properties III 1900 Powell Emeryville, California 94608	c/o Gibbs & Company 5th Floor St. Cloud Corner Nashville, TN 37219	42-11 86 42-11 87 42-11 59

This instrument prepared by: Boult, Cummings, Conners & Berry, 21st Floor, First American Center, Nashville, TN 37238

WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid, and other good and valuable considerations, the receipt and sufficiency of all of which are hereby acknowledged, James I. Vance Berry, Trustee, with full power to sell, mortgage, transfer or convey without the joinder of any beneficiary, (the "Grantor") has bargained and sold, and by these presents does transfer and convey unto Consolidated Capital Properties III, a California limited partnership, (the "Grantee"), Grantee's successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described in Exhibit A which is attached hereto and incorporated herein by reference ("the Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the following:

1. Real estate taxes for the current year which have been prorated between the parties.

2. Deed of Trust executed by James I. Vance Berry, Trustee, to John B. Cobb, Trustee, of record in Book 4606, page 962, as amended by instrument of record in Book 4806, page 39, and Book 4834, page 741, and as assigned to New York Life Insurance Comany by instrument of record in Book 4834, page 744, and as modified, extended, and consolidated by instruments of record in Book 5312, page 748, Book 5549, page 934, and Book 5561, page 690, Register's Office for said County.

STATE OF TENNESSEE
COUNTY OF DAVIDSON
The actual consideration or value, whichever is greater, for this transfer is $8,300,000.00.

Victor Dunshee
Affiant

Subscribed and sworn to before me this 23rd day of June, 1981.

Notary Public
My commission Expires: 7/18/82

BERRY HOLT NOTARY PUBLIC DAVIDSON COUNTY, TN

3. Financing Statement of record in Book 4834, page 747, said Register's Office.

4. Deed of Trust executed by James I. Vance Berry, Trustee, to John B. Cobb, Trustee, of record in Book 5312, page 184, as amended by instrument of record in Book 5544, page 955, and as modified, extended, and consolidated by instruments of record in Book 5312, page 748, Book 5549, page 934, and Book 5561, page 690, and as assigned to New York Life Insurance Company by instrument of record in Book 5561, page 696, said Register's Office.

5. Financing Statement of record in Book 5312, page 197, as amended by Book 5544, page 960, and assigned to New York Life Insurance Company by Statement of Assignment of record in Book 5561, page 698, said Register's Office.

6. Deed of Trust executed by James I. Vance Berry, Trustee, to John B. Cobb, Trustee, of record in Book 5561, page 684, as modified and consolidated by instrument of record in Book 5561, page 690, said Register's Office.

7. Financing Statement of record in Book 5561, page 700, said Register's Office.

8. Assignment of Rents, Income and Profits of record in Book 5561, page 704, said Register's Office.

9. The Owner's Certificate and other matters shown upon the Plan of Heritage Village of record in Book 5200, page 166, said Register's Office.

10. Drainage easement of record in Book 4871, page 346, said Register's Office.

11. Restrictive Covenants of record in Book 4424, page 740, said Register's Office.

12. Utilities easement of record in Book 3573, page 343, said Register's Office.

This is improved property, known as Heritage House Apartments, 510 and 515 Heritage Drive, Nashville.

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title, and interest thereto belonging to the said Grantee, Grantee's successors and assigns, forever.

And Grantor does covenant with the said Grantee that Grantor is lawfully seized and possessed of said land in fee simple; has a good right to convey it, and the same is unencumbered except as set forth hereinabove.

And Grantor does further covenant and bind himself, his successors-in-trust and assigns, to warrant and forever

defend the title to the Property to the said Grantee, its successors and assigns against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, the Grantor has caused this Deed to be executed this 23rd day of June, 1981, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

James I. Vance Berry, Trustee

STATE OF TENNESSEE

COUNTY OF DAVIDSON

Personally appeared before me, E. Berry Holt III, a Notary Public in and for said County and State, the within named James I. Vance Berry, Trustee, the bargainor, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 23rd day of June, 1981.

Notary Public

My Commission Expires:

EXHIBIT A

TRACT I:

Land in the 11th Civil District of Davidson County, Tennessee, being described as tract 3 on a plat of Heritage Village, Section One, of record in Plat Book 5200, page 166, Register's Office for Davidson County, Tennessee, and being more particularly described as follows, according to a mortgage survey made by A & A Engineers, Inc., dated January 14, 1981:

Beginning at a point in the west margin of Heritage Drive, said point being the northeast corner of the Metropolitan Government's property (Madison Branch Library) as of record in Book 4843, page 733, said Register's Office; thence, S 87°43' W, 269.70 feet with said Metropolitan Government's north line to a point in the east line of the Mid South District of the Lutheran Church-Missouri Synod property; thence, northerly and westerly with said Church's property as follows: N 5°55' W, 112.70 feet to a point; N 85°45' W, 40.00 feet to a point; N 33°06' W, 132.00 feet to a point; N 86°38' W, 43.38 feet to a point in the north line of said Church's property, said point being a southeast corner of W. W. Gray's property; thence, N 3°07' E, 130.00 feet to a point in said Gray's east line, said point being the southwest corner of Lot No. 1 on the recorded plan of Heritage Village, Section Two, of record in Plat Book 4460, page 160, said Register's Office; thence, N 79°12' E, 187.75 feet with the south line of said Lot No. 1 to a point in the west margin of Heritage Drive; thence, southeasterly with the west margin of Heritage Drive as follows: southeasterly, 252.76 feet with a curve to the left having a radius of 390.00 feet to a point; S 47°56' E, 81.55 feet to a point; southerly, 130.00 feet with a curve to the right having a radius of 200.00 feet to the point of beginning, containing 2.019 acres, more or less.

TRACT II:

Land in the 11th Civil District of Davidson County, Tennessee, being described as both tracts 1 and 2 on a plat of Heritage Village, Section One, of record in Plat Book 5200, page 166, Register's Office for Davidson County, Tennessee, and being more particularly described as follows, according to a mortgage survey made by A & A Engineers, Inc., dated January 14, 1980:

Beginning at the radius return of the northeast corner of Heritage Drive and Old Hickory Boulevard; thence, with the east right-of-way of Heritage Drive, N 2°04' W 53.1 feet to a point; thence, northwesterly 240.16 feet with a curve to the left having a radius of 300.0 feet and a central angle of 45°52' to a point; thence N 57°46' W 120.37 feet to a point; thence, northerly 390.69 feet with a curve to the right having a radius of 330.0 feet and a central angle of 67°50' to a point; thence, N 19°54' E 181.30 feet to a point; thence, northerly 120.67 feet with a curve to the left having a radius of 825.0 feet and a central angle of 8°22'49" to an iron pin; thence, S 86°38'36" E 870.08 feet to an iron pin in the west boundary of Gridiron Heights Subdivision, as of record in Book 3500, page 37, said Register's Office; thence, S 3°58' W 302.68 feet to a concrete monument in the north margin of Pima Road; thence, N 88°29' W 32.0 feet to an iron pin at the intersection of the west margin of Gray Avenue and the north margin of Pima Road; thence, S 3°43'50" W 636.16 feet to a point; thence, southwesterly 38.07 feet with a curve to the right having a radius of 25.0 feet and a central angle of 87°15'22" to a point in the north margin of Old Hickory Boulevard; thence, westerly 538.26 feet with a curve to the left having a radius of 11,505.16 feet and a

central angle of 2°40'50" to a point; thence, northerly 39.11 feet with a curve to the right having a radius of 25.0 feet and a central angle of 89°37'38" to the point of beginning, containing 18.486 acres more or less.

Said Tracts I and II being property conveyed to James I. Vance Berry, Trustee, by deeds of record in Book 4606, page 955, and in Book 5318, page 689, Register's Office for Davidson County, Tennessee.

RUSH

G.4.7.6 7 0

IDENTIF. REFERENCE

Jun 23 2 12 PM '81

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TENN.

OFFICIAL RECEIPT
FELIX Z. WILSON, II
REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

BOOK 5760 PAGE 927

RECEIVED OF _____

FOR _____

CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
	Co.	8,300,000.00		
			21580.00 CO TX	
			.50 PRFEE	
			15.00 WDEED	
			CHECK	21595.50-
2936	A	06/23/81	BAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

G. 4. 7-6 7 0

IDENTIF. REFERENCE

JUN 23 2 12 PM '81

FELIX Z. WILSON JR. REGISTER
DAVIDSON COUNTY, TENN.

No. 828986