Prepared by: J. Oliver Cummings, Jr.
Attorney at Law
222 Third Ave., North
Nashville, TN 37201

ADDRESS NEW OWNER:

BVT Chestnut Hill
Apartments, Ltd.
1010 Nashville City
Bank & Trust Bldg.
315 Union Street
Nashville, TN 37201

SEND TAX BILLS TO:

Commerce Union Bank
Mortgage Administration
Department
One Commerce Place, 6th Floor
Nashville, TN 37239
Mailing Address: P.O. Box 2541
Nashville, TN 37217

MAP-PARCEL NOS.

51-5
Par 2 Js

WARRANTY DEED

BOOK 6231 PAGE 318

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, Walter C. Gaines, Trustee (the "Grantor"), has this day bargained and sold, and by these presents does hereby transfer and convey unto BVT Chestnut Hill Apartments, Ltd., a Tennessee limited partnership (the "Grantee"), its successors and assigns, certain real estate in Davidson County, Tennessee, being more particularly described in Exhibit A, which is attached hereto and incorporated herein by reference, together with all improvements, buildings and structures located thereon and all right, title and interest of Grantor in and to any easements and rights-of-way adjoining or abutting said real estate and any covenants and other rights appurtenant thereto (the "Property").

This conveyance of the Property, and all covenants and warranties contained herein, are made expressly subject to the exceptions and other matters set forth in Exhibit B, which is attached hereto and incorporated herein by reference.

This is improved property known as the Chestnut Hill Villa Apartments, 721 New Due West Avenue, Madison, Tennessee 37115.

TO HAVE AND TO HOLD the Property, with the appurtenances, estate, title and interest thereto belonging, to the said Grantee, its successors and assigns, forever.

And Grantor covenants with Grantee that he is lawfully seized and possessed of the Property in fee simple, that he has a good right to convey it, and that the same is unencumbered, except to the extent otherwise set forth in Exhibit B hereto.

02/15 17042.50-CHECK

3510

Grantor further covenants and binds himself, his successors and representatives, 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.

The provisions of that certain Contract for Sale and Purchase of Real Estate dated December 15, 1983, entered into by and between the Grantor and BVT Properties, Inc., and assigned by the latter to the Grantee, with respect to this conveyance of the Property, shall survive the closing.

IN WITNESS WHEREOF, Grantor has caused this Warranty Deed to be executed on this 15 day of February, 1984.

Walter C. Gaines, Trustee

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

Personally appeared before me, Angela M. Cartwright, a Notary Public in and for said County and State, Walter C. Gaines, Trustee, the within named bargainor, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who acknowledged that he executed the within instrument for the purposes therein contained.

WITNESS my hand and official seal at Nashville, Tennessee, this 15th day of February, 1984.

Angela M. Cartwright
Notary Public

My Commission Expires 7/22/87

STATE OF TENNESSEE)
)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $6,550,000.00.

Affiant

Subscribed and sworn to before me, this the 15th day of February, 1984.

Angela M. Cartwright
Notary Public
My Commission Expires 7/22/87

EXHIBIT A

Being a parcel of land located in the 2nd Civil District, formerly the 11th Civil District, Nashville, Davidson County, Tennessee, lying west of new Due West Avenue and North of old Due West Avenue, more particularly described according to survey of Barge, Waggoner, Sumner & Cannon, dated November 22, 1972, revised January 30, 1984, as follows:

Beginning at an iron pin in the westerly margin of new Due West Avenue, being the southeast corner of Katherine M. Russell;

Thence, in a clockwise direction with the westerly margin of new Due West Avenue, S 22° 27' 02" E, 152.50 ft. to an iron pin;

Thence, with a curve to the left having a central angle of 15° 12', a radius of 919.76 ft., 244.00 ft. to an iron pin;

Thence, S 37° 39' 02" E, 118.75 ft. to an iron pin;

Thence, S 02° 04' 59" E, 81.26 ft. to an iron pin in the northerly margin of old Due West Avenue;

Thence, S 38° 19' 36" W, 243.00 ft. to an iron pin;

Thence, S 51° 40' 24" E, passing an iron pin at 25.67 ft., a total distance of 40.73' to a point in the center of Old Due West Avenue;

Thence, continuing with the centerline of Old Due West Avenue, S 33° 16' 59" W, 132.28 ft.;

Thence, with a curve to the right having a central angle of 25° 51' 01", a radius of 329.29 ft., 148.57 ft.;

Thence, S 59° 08' W, 286.64 ft.;

Thence, with a curve to the right having a central angle of 48° 00', a radius of 211.34 ft., 177.05 ft.;

Thence, N 72° 52' W, 286.92 ft.;

Thence, leaving old Due West Avenue, N 1° 52' 19" W, passing an iron pin at 15.86 ft., and following a fence, being the east line of H. H. Wingett, et ux, a total distance of 366.14 ft., to the southeast corner of E. E. Marks;

Thence, N 0° 42' 41" E, with Marks' easterly line, 353.39 ft. to an iron pin, the common easterly corner between Marks and J. D. Stephens, et ux;

Thence, with the easterly line of Stephens, N 34° 07' 11" W, 518.60 ft. to an iron pin;

Thence, with the southerly line of K. A. Sparks, et ux, and James W. Dorton, et ux, N 67° 22' 42" E, 510.77 ft. to an iron pin;

Thence, with the westerly line of James W. Dorton, W. E. Jones, Fred L. Howell and Katherine M. Russell, S 22° 25' 55" E, passing an iron pin at 400.50 ft., located 1.22 ft. westerly from property line, a total distance of 500.72 ft. to an iron pin;

Thence, N 67° 04' 55" E, 400.56 ft. to the point of beginning.

Containing 23.52 acres.

There is INCLUDED in the above described property a 15 feet wide strip along the southerly side for right-of-way of Old Due West Avenue.

Said property was conveyed to Walter C. Gaines, Trustee by deed from Willie Morris Cable and wife, Bettie June Cable of record in Book 4251, page 499, and by deed from Executive House of Madison, Inc., of record in Book 4245, page 341, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. 1984 real and personal property taxes, which have been prorated;

2. Deed of Trust executed by Walter C. Gaines, Trustee, to Miller Kimbrough, Trustee, of record in Book 4527, page 434, Register's Office for Davidson County, Tennessee, as modified by Modification Agreement of record in Book 4658, page 879, said Register's Office;

3. 20-foot water line easement, easement for water tank and lines, and 50-foot building setback line as shown on the survey of the Property prepared by Barge, Waggoner, Sumner & Cannon, dated November 22, 1972, and last revised January 30, 1984;

4. Deed of Conveyance to Metropolitan Government of Nashville and Davidson County with respect to sewer lines, of record in Book 5058, page 645, said Register's Office;

5. Easement for sanitary sewers and/or storm drainage granted to Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 5066, page 752, said Register's Office;

6. Easement for right-of-way of Old Due West Avenue lying within the southerly boundary of the Property;

7. Rights of tenants under unrecorded apartment leases; and

8. Unrecorded lease agreement with Solon Automated Services dated October 15, 1979.

RUSH

IDENTIF. REFERENCE

FEB 15 3 33 PM '84

FELIX [illegible] REGISTER
DAVIDSON COUNTY, TN

10414

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

BOOK 6231 PAGE 922

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 6,550,000-00

17030.00 CSTAX
.50 PRFEE
12.00 WDEED
CHECK 17042.50-
3510A02/15/84 BAL .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

103414

1 IDENTIF. REFERENCE

FEB 15 9 33 AM

FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY

No. 13707