This Instrument Prepared By:
Peter M. Oldham
Harwell Barr Martin & Stegall
A Professional Corporation
172 Second Avenue North
P. O. Box 2960
Nashville, Tennessee 37219

BOOK 6735 PAGE 922

SPECIAL WARRANTY DEED

Address New Owner(s) as Follows:	Send Tax Bills To:	Map Parcel Nos.
Cumberland Retreat, Ltd. 231 Wilson Pike Circle Brentwood, TN 37027	New Owner	102-3-Par. 1

FOR AND IN CONSIDERATION of the sum of Ten ($10.00) Dollars, and other good and valuable consideration, receipt of which is hereby acknowledged, CONSOLIDATED CAPITAL PROPERTIES III, a California Limited Partnership ("Grantor"), has bargained and sold and does hereby transfer and convey unto CUMBERLAND RETREAT, LTD., a Tennessee Limited Partnership ("Grantee"), its successors and assigns a certain tract of land located in Davidson County, Tennessee and more particulary described as follows:

A tract of land in the 8th Civil District, Davidson County, Tennessee fronting on Annex Avenue and Cleece's Ferry Road consisting of an apartment complex known as Cumberland Retreat Apartments and being more particularly described as follows:

BEGINNING at a concrete monument in the northeast corner of the herein described tract, said monument being in the westerly right-of-way of Annex Avenue and proceeding as follows: with the westerly right-of-way of Annex Avenue in a southerly direction with a curve to the left having a radius of 607.15' a distance of 248.65' to an iron pin, thence, continuing with said right-of-way S 9° 22' W a distance of 281.21' to an iron pin, thence, continuing with said right-of-way and with a curve to the left having a radius of 940.00', a distance of 430.65' to an iron pin in the northwest intersection of Annex Avenue and Cleece's Ferry Road, thence; with the radius turnout being a curve to the right having a radius of 25.0' a distance of 37.99' to an iron pin in the northerly right-of-way of Cleece's Ferry Road, S 70°11'W, a distance of 176.56' to a monument, thence with a curve to the left 151' to a monument in the Moss property line leaving said right-of-way, North 47°24' West a distance of 63' more or less to an iron pin at the edge of the water at elevation 384', thence; in a northerly direction along the water's edge 1235' more or less to an iron pin, thence; leaving the water's edge S 57° 10' E, a distance of 275' more or less to the point of beginning and containing 6.56 acres more or less as per survey by Turner Engineering Company, Job No. 135, dated May 29, 1969, and updated April 1, 1981.

Included in the above description is a flowage easement as recorded in Book 2155, page 311, Register's Office for Davidson County, Tennessee.

Being the same property conveyed to Consolidated Capital Properties, III, a California limited partnership, by deed from Tennessee Trust Company, Trustee, with full power, as of record in Book 5729, page 971, Register's Office, Davidson County, Tennessee.

TO HAVE AND TO HOLD the aforesaid real estate, together with all the appurtenances and hereditaments thereunto belonging or in anywise appertaining, to the said Grantee, its successors and assigns, forever.

AND Grantor does hereby covenant with Grantee that it is lawfully seized and possessed of the said real estate in fee simple; that it has good right to sell and convey the same; and that the same is unencumbered, except as follows:

1. Taxes for 1985, a lien, but not yet due and payable.

2. Utility Anchor Easement located on the hereinabove described property as shown on survey prepared by Turner Engineering Company, dated 30th day of November, 1973.

3. Easement for TVA Transmission Lines crossing the northwesterly corner of the hereinabove described property as shown on survey prepared by Turner Engineering Company, dated 30th day of November, 1973.

4. Easement for flowage of Cumberland River to the 390 foot contour as contained in an instrument of record in Book 2155, page 311, said Register's Office.

AND Grantor does further covenant and bind itself, its successors and assigns, to warrant and forever defend the title to said real estate against the lawful claims of all persons claiming under Grantor.

IN WITNESS WHEREOF, the Grantor has caused this instrument to be executed on this 18th day of November, 1985.

CONSOLIDATED CAPITAL
PROPERTIES III, a California
limited partnership

By: Consolidated Capital Equities
Corporation, a Colorado
corporation

By: Glenn M. Fahy
Vice President

STATE OF ~~TENNESSEE~~ CALIFORNIA)
COUNTY OF ~~DAVIDSON~~ ALAMEDA)

The actual consideration or value, whichever is greater, for this transfer is $2,450,000.

Glenn M Feeley
AFFIANT

Subscribed and sworn to before me, this 18th day of November, 1985.

Camille Macalou
Notary Public

My Commission Expires:

OFFICIAL SEAL
CAMILLE MACALOU
NOTARY PUBLIC - CALIFORNIA
PRINCIPAL OFFICE IN
ALAMEDA COUNTY
My Commission Expires September 8, 1989

STATE OF CALIFORNIA)
COUNTY OF ALAMEDA)

Before me, CAMILLE MACALOU, of the State and County aforesaid, personally appeared GLENN M. PEELEY, with whom I am personally acquainted and who, upon oath, acknowledged himself to be the VICE PRESIDENT of Consolidated Capital Equities Corporation, the General Partner of Consolidated Capital Properties III, the within named bargainor, a California Limited Partnership, and that he as such VICE PRESIDENT of the General Partner of the limited partnership executed the foregoing instrument for the purposes therein contained, by signing the name of the limited partnership by himself as VICE PRESIDENT of the General Partner.

WITNESS my hand and official seal at office this 18th day of November, 1985.

Camille Macalou
Notary Public

My Commission Expires:

OFFICIAL SEAL
CAMILLE MACALOU
NOTARY PUBLIC - CALIFORNIA
PRINCIPAL OFFICE IN
ALAMEDA COUNTY
My Commission Expires September 8, 1989

PMO/vgx

RECORDED
Dec 13 2 55 PM '85
FILED FOR RECORD
OFFICIAL RECORDS
ALAMEDA COUNTY, CALIF.

IDENTIFICATION REFERENCE
6 1 2 4 9

OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 6735 PAGE 925

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	3,450,000.00		

6370.00 [illegible]

.00 [illegible]

3.00 [illegible]

CHECK 6373.00

652212/13/85 BM .00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

6 1 2 4 9

IDENTIFICATION REFERENCE

Dec 13 2 55 PM '85

No. 201502