BOOK 7070 PAGE 130

FORM NO. WD-1

FILE BOX 3

STATE OF COLORADO }
COUNTY OF Denver }

THE ACTUAL CONSIDERATION OR VALUE, WHICHEVER IS GREATER, FOR THIS TRANSFER IS $ 4,248,250.00

Affiant

SUBSCRIBED AND SWORN TO BEFORE ME, THIS THE 10th DAY OF December 1986.

Lisa Schreiber
Notary Public

MY COMMISSION EXPIRES: 4/18/88

(AFFIX SEAL)

LISA SCHREIBER NOTARY PUBLIC STATE OF COLORADO

Nick Nimmo, c/o Holme Roberts & Owen (NAME) THIS INSTRUMENT WAS PREPARED BY 1700 Broadway, Denver, Colorado 80290 (ADDRESS)

ADDRESS NEW OWNER (S) AS FOLLOWS:	SEND TAX BILLS TO:	MAP-PARCEL NUMBERS
Balcor-B Mobile Home Investors, an Illinois limited partnership (NAME)	Balcor-B Mobile Home Investors, an Illinois limited partnership (NAME)	
4849 Golf Road (STREET ADDRESS OR ROUTE NUMBER)	4849 Golf Road (STREET ADDRESS)	Map 161
Skokie (CITY) Illinois (STATE) 60077 (P. O. ZIP)	Skokie (CITY) Illinois (STATE) 60077 (ZIP)	Parcel 148

FOR AND IN CONSIDERATION OF THE SUM OF TEN DOLLARS, CASH IN HAND PAID BY THE HEREINAFTER NAMED GRANTEES, AND OTHER GOOD AND VALUABLE CONSIDERATIONS, THE RECEIPT OF WHICH IS HEREBY ACKNOWLEDGED, WE C.V. of Nashville, Ltd., a Colorado limited partnership, whose address is 7490 Clubhouse Road, Boulder, Colorado 80301

HEREINAFTER CALLED THE GRANTORS, HAVE BARGAINED AND SOLD, AND BY THESE PRESENTS DO TRANSFER AND CONVEY UNTO Balcor-B Mobile Home Investors, an Illinois limited partnership, whose address is 4849 Golf Road, Skokie, Illinois 60077

HEREINAFTER CALLED THE GRANTEES, THEIR HEIRS AND ASSIGNS, A CERTAIN TRACT OR PARCEL OF LAND IN DAVIDSON COUNTY, STATE OF TENNESSEE, DESCRIBED AS FOLLOWS: TO-WIT:

The real property legally described on Exhibit A, subject to the exceptions of title described on Exhibit B.

731176

IDENTIFICATION

Dec 16 8 37 AM '86

FILED FOR RECORD
DAVIDSON COUNTY, TN

This is ~~unimproved ( )~~ improved (X) property, known as _____ (House Number) (Street) (P. O. Address) (City or Town) (Postal Zip)

TO HAVE AND TO HOLD the said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to the said GRANTEES, their heirs and assigns, forever; and we do covenant with the said GRANTEES that we are lawfully seized and possessed of said land in fee simple, have a good right to convey it, and the same is unencumbered, unless otherwise herein set out; and we do further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to the said land to the said GRANTEES, their heirs and assigns, against the lawful claims of all persons whomsoever. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

Witness our hand this 10th day of December, 19 86

C.V. of Nashville, Ltd., a Colorado limited partnership

By: Donald M. Culver, General Partner

By: John J. Moritz, General Partner

STATE OF COLORADO
COUNTY OF DENVER

Personally appeared before me, Lisa Schreiber, a Notary Public in and for said County and State, the within named Donald M. Culver as General Partner and John T. Moritz as General Partner of C.V. of Nashville, Ltd., a Colorado limited partnership

the bargainorS, with whom I am personally acquainted, and who acknowledged that they executed the within instrument for the purposes therein contained. Witness my hand and official seal at Denver Colorado, this 10th dayof December 1986.

Commission expires 4/18/88

Lisa Schreiber
Notary Public

STATE OF TENNESSEE
Davidson County

Before me, _____, a Notary Public within and for the State and County aforesaid, personally appeared _____ and _____ with whom I am personally acquainted and who upon (his oath) (their several oaths) acknowledged (himself) (themselves) to be the _____ and _____ respectively of the _____ the within named bargainor, a corporation, and that (he) (they) as such _____ and _____, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the corporation by the said _____ as such _____, and attesting the same by the said _____ as such _____.

Witness my hand and official seal at office at _____ on this the _____ day of _____, 19:__.

My commission expires _____

_____
Notary Public

WARRANTY DEED

FROM
C. V. of Nashville, LTD

TO
Balcor-B Mobile Homes Investors

AFTER RECORDING THIS DOCUMENT SHOULD BE RETURNED TO:
Stuart P. Shlichtig, Esq
Katten Muchin Zavis Pearl Greenberger & Galler
Suite 1600
525 W. Monroe Street
Chicago, Illinois 60606-3693

Attorneys Title Company
Titles Guaranteed
NASHVILLE, TENN.

EXHIBIT "A"

PROPERTY DESCRIPTION:

A tract of land in the First Civil District of Metropolitan Nashville Davidson County Tennessee. Being Parcel 161 on property map number 148 and being more fully described as follows:

Beginning at an existing iron pin by a railroad switchbox. Said pin being the intersection of the northerly right-of-way line of Richards Road, a 50' road, and the easterly right-of-way line of Louisville and Nashville Railroad, a 60' road, and proceeding as follows:

1. With the easterly right-of-way line of the L & N Railroad N 23 deg. 18' 36" W, 2029.07' to a witness iron pin set witness pin # one, and continuing 155' more or less, in all 2184.07' more or less to a point in the center of Mill Creek; thence

2. With the center line meanders of Mill Creek downstream northeastwardly 845' more or less to a point which is witnessed by an iron pin set, witness pin #2 said witness being S 85 deg. 57' 38" E, 90.00' more or less from the corner in Mill Creek.

There is a witness line from witness pin #1 to witness pin #2 that bears N 32 deg. 19' 26" E, 609.83 and N 30 deg. 33' 55" E, 363.68'.

From the last mentioned point in Mill Creek witnessed by witness pin #2 the boundary proceeds as follows:

3. With the south line of Danley Corp. Property, Book 2603, Page 217, S 85 deg. 57' 38" E, 90.00 more or less to witness pin #2 and continuing 420.56' in all 510.56' to an existing iron pin in concrete on the westerly line of Oakwood Terrace, Section One, as recorded in Book 4460, Page 55, R.O.D.C., TN; thence,

4. With the westerly line of Oakwood Terrace lots 21 thru 8 and Lot 7, in part, S 13 deg. 45' 02" E a distance of 976.95 feet to an existing concrete monument by a fence, thence

5. With the westerly line of Lot 7, in part and Lots 6 thru 1 of Section One Oakwood Terrace and Lot 26, in part, of Section Thirteen Hazelwood S 03 deg. 44' 30" W a distance of 467.04 feet to an existing concrete monument, thence

6. With the westerly line of Lot 26, in part, Lots 25 & 24 of Section Thirteen-Hazelwood and Lots 23 thru 18, 17, in part, of Section Twelve - Hazelwood S 06 deg. 52' 32" E a distance of 628.06 feet to an existing concrete monument, thence

7. With the westerly line of Lots 14 and 13 of Section Twelve - Hazelwood S 06 deg. 46' 35" E a distance of 321.81 feet to an existing concrete monument. Said monument also being the northwesterly corner of Lot 1 of Section One - Hazelwood, thence

8. With the westerly line of Lot 1 of Section One - Hazelwood S 06 deg. 48' 00" E a distance of 321.07 feet to an existing iron pin on the northerly right-of-way line of Richards Road. Said pin also being the southwest corner of Lot 1, thence

9. With the northerly right-of-way line of Richards Road N 88 deg. 16' 01" W a distance of 480.92 feet to the point of beginning and containing 2,193,697 square feet or 50.360 acres.

Exhibit B

EASEMENTS, COVENANTS AND RESTRICTIONS

1. Taxes for 1986 and subsequent years not yet due and payable.

2. Easement dated June 7, 1965 to First Suburban Water Utility District of Davidson County, Tennessee, recorded in the Register's Office of Davidson County, Tennessee ("Recorder's Office") in Book 3954, page 655.

3. Easement dated April 21, 1955 to The Nashville, Chattanooga and St. Louis Railway recorded in the Record's Office in Book 2043, page 369.

4. Easement dated October 30, 1978 to the Metropolitan Government of Nashville and Davidson County, Tennessee recorded in the Recorder's Office in Book 5366, page 454.

5. Easement for the flow of Mill Creek along the North line of the property.

6. Unrecorded 20 foot sanitary sewer easement to Metropolitan Department of Water and Sewer Services.

7. Rights of tenants as tenants only.

8. All matters disclosed by the Survey of Ragagan, Smith, Murphy & Associates, Inc., dated November 20, 1986.

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

RECEIVED OF _____

FOR _____

BOOK 7070 PAGE 134

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
		4,248,250.00 Conv.		
			1894.26 CSTAX	
			.50 PRFEE	
			12.00 WDE D	
			CHECK 1907.46-	
7351 A 12/16/86			BAL	.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

731176

IDENTIFICATION REFERENCE

Dec 16 8 37 AM '86

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN

No. 23125