MMP
Box 6

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Map 91-8, parcel 16
Map 91-8, parcel 15

**SPECIAL WARRANTY DEED**
[Tennessee Village Apartments]

The actual consideration or value, whichever is greater, for this transfer is THREE HUNDRED THOUSAND AND NO/100 DOLLARS ($300,000.00).

Subscribed and sworn to before me, this 20th day of November, 1990.

[NOTARY SEAL]

My Commission expires:

Notary Public, Gwinnett County, Georgia
My Commission Expires Mar. 1, 1993

1006.00

IDENTIF. TREFERENCE

Nov 21 [illegible] AM '90

FELIX Z. [illegible]
DAVIDSON COUNTY, TN.

74282

This instrument was prepared by:

M. Todd Westfall, Esq.
MACEY, WILENSKY, COHEN,
WITTNER & KESSLER
133 Carnegie Way, N.W.
Suite 700
Atlanta, Georgia 30303

Name and address of the new owner: Tennessee Village Apartments, Inc., 621 Carol Ann Drive, Goodlettsville, Tennessee 37072, Attn: Edward R. Phillips.

Send Tax Bills to: Tennessee Village Apartments, Inc., 621 Carol Ann Drive, Goodlettsville, Tennessee 37072, Attn: Edward R. Phillips.

STATE OF GEORGIA

KNOW ALL PERSONS BY THESE PRESENTS:

COUNTY OF FULTON

THAT effective as of November 20, 1990, the **FEDERAL HOME LOAN MORTGAGE CORPORATION** ("Grantor"), for and in consideration of the sum of Ten Dollars ($10.00) in hand paid to Grantor by **TENNESSEE VILLAGE APARTMENTS, INC.** (jointly and severally "Grantee"), whose mailing address is 621 Carol Ann Drive, Goodlettsville, Tennessee 37072, and for other good and valuable consideration, the receipt

and sufficiency of which consideration is hereby acknowledged, has GRANTED, SOLD, and CONVEYED, and by these presents does GRANT, SELL, and CONVEY unto Grantee, that certain tract of real property located in Davidson County, Tennessee, as more particularly described on Exhibit "A" attached hereto, incorporated herein and made a part hereof for all purposes, together with any and all rights appertaining thereto, and any and all of the improvements located thereon (said real property together with any and all of the related improvements, rights, and appurtenances belonging or pertaining thereto, and any and all of the improvements located thereon being herein collectively referred to as the "Property").

TO HAVE AND TO HOLD the Property unto Grantee, its [respective] heirs, executors, administrators, legal representatives, successors and assigns forever, subject to the matters herein stated; and Grantor does hereby bind itself and its successors and assigns to WARRANT AND FOREVER DEFEND all and singular the Property unto Grantee, its [respective] heirs, executors, administrators, legal representatives, successors and assigns, against every person lawfully claiming by, through, or under Grantor, but not otherwise; provided, that this conveyance and the warranty of Grantor herein contained are subject to (a) the matters herein stated on Exhibit "B" attached hereto, (b) any and all matters of record; and (c) any and all leases covering or affecting all or any portion of the Property, and the rights of tenants under such leases.

The previous and last deed is registered in R.O.D.C. office in 8015 book on page 715.

Notwithstanding any provision herein to the contrary, Grantor makes no warranties of any nature or kind, whether statutory, express or implied, with respect to the physical condition of the Property (including, without limitation, any and all improvements located thereon and/or comprising a part thereof), and Grantee by its acceptance of this Deed accepts the physical condition of the Property "AS IS, WITH ALL FAULTS."

IN WITNESS WHEREOF, Grantor's duly authorized officer has executed this Deed as of the date and year first above written.

Signed, sealed and delivered in the presence of:

Unofficial Witness

Notary Public

Notary Public, Gwinnett County, Georgia
My Commission Expires Mar. 1, 1993

[NOTARY SEAL]

My Commission expires:

GRANTOR:
**FEDERAL HOME LOAN MORTGAGE CORPORATION**

By: _____
Russel D. Moore, IV
Regional Manager/Multifamily Operations

[CORPORATE SEAL]

STATE OF GEORGIA

COUNTY OF FULTON

PERSONALLY appeared before me, the undersigned, a Notary Public in and for said County and State, **RUSSEL D. MOORE, IV**, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is the Regional Manager/ Multifamily Operations of the maker or a constituent of the maker and is authorized by the maker or by its constituent, the constituent being authorized by the maker to execute this instrument on behalf of the maker.

WITNESS MY HAND, AT OFFICE, this 20th day of November, 1990.

NOTARY PUBLIC

Notary Public, Gwinnett County, Georgia
My Commission Expires Mar. 1, 1993

[NOTARY SEAL]

My Commission expires:

After recording return to:

C. Mark Carver, Esq.
Suite 1200
One Commerce Place
Nashville, Tennessee 37239

**EXHIBIT A**

**PROPERTY DESCRIPTION**

TRACT I:
Land in Davidson County, Tennessee, being Lot Nos. 47, 48, 49 and 70 on the unrecorded map of the Beatrice Lockhart Land, and the south part of Lot No. 8 on the Plan showing a subdivision of Lot 27, et al., Clifton Plan of Lots, as of record in Book 161, page 68, Register's Office for said County, and being more particularly described according to a survey by John Kohl & Company, P.C. dated May 30, 1986, Job No. 55169, as follows:

Beginning at a point at the northwest intersection of Kentucky Avenue and 44th Avenue North, the Southeast corner of the herein described tract; thence along the north right of way of Kentucky Avenue, S 84 deg. 27' 05" W 364.5' to a point; thence leaving said right of way, N 4 deg. 53' 20" W 298.11' to a point in the south right of way of Tennessee Avenue; thence continuing along said right of way N 84 deg. 30' 00" E 382.75' to a point at the southwest intersection of Tennessee Avenue and 44th Avenue North; thence continuing along the westerly right of way of said 44th Avenue North, S 4 deg. 27' 38" W 135.58' to the beginning of a curve; thence along a curve to the left having a radius of 439.22', a distance of 148.57' to a point; thence continuing along said westerly right of way of 44th Avenue North, S 14 deg. 55' 11" E 16.61' to the point of beginning and containing 2.489 acres, more or less.

TRACT II:
Land in Davidson County, Tennessee, described according to a survey by John Kohl & Company, P.C., dated May 30, 1986, Job No. 55169, described as follows:

Beginning at a point at the northwest intersection of Tennessee Avenue and 44th Avenue North; thence along the north right of way of Tennessee Avenue, S 84 deg. 30' 00" W 1149.54' to a point; thence, leaving said right of way N 5 deg. 30' 00" W 347.00 feet to a point; thence N 88 deg. 59' 00" E 946.82' to a point in the westerly right of way of the Louisville and Nashville Railroad property; thence along a curve to the right having a radius of 1884.86', a distance of 121.06' to a point; thence along a curve to the right having a radius of 2839.79' a distance of 220.97' to the point of beginning and containing 7.392 acres, more or less.

Tracts I and II being the same property conveyed to Federal Home Loan Mortgage Corporation by Successor Trustee's Deed from Connie M. Conkwright, Successor Trustee, of record in Book 8015, page 715, Register's Office for Davidson County, Tennessee.

RECORDER'S MEMO:
Legibility of Writing, Typing or Printing in this Document Unsatisfactory When Received.

**EXHIBIT B**

**PERMITTED EXCEPTIONS**

1. Real property taxes and/or special taxes and assessments due and payable in the year 1990 and subsequent years.

2. Utility Easement conveyed by George I. Waddey (unmarried) to City of Nashville, acting by and through Electric Power Board of the City of Nashville, dated May 15, 1950, of record in Book 1847, page 125, said Register's Office. (Applies to Tract II)

3. Right of Way Easement for street, roadway, utilities and sidewalk purposes conveyed by Thomas L. Sneed, R. R. Sneed, Richard Lindsey and Harry Hedrick to the City of Nashville, Tennessee, dated October 8, 1960, of record in Book 3135, page 114, said Register's Office.

4. Sanitary sewer and/or storm drainage easement and any temporary construction easements of record in Book 4403, page 230, said Register's Office.

5. All matters as shown on the survey and surveyor's report of John Kohl and Company, P.C., dated May 30, 1986, revised June 9, 1986, June 12, 1986, and updated November 24, 1986, Job No. 55169, including, but not limited to:

   (a) a water meter in the southwest corner (Tract II)

   (b) overhead power lines and poles along the southern property line and overhead power lines and poles running south to north to the center of the property and then, east and west. One overhead power line with pole near the north property line (Tract II)

   (c) a concrete ditch runs from west to east (Tract II)

   (d) a manhole near the southwest corner (Tract II)

   (e) a 10 foot utility easement of record in Book 1847, page 125 (Tract II)

   (f) a water meter in the southwest corner of the property (Tract I)

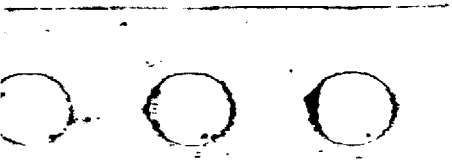
   (g) overhead power lines with poles along the northern boundary and running north to south approximately to the center of the property (Tract I)

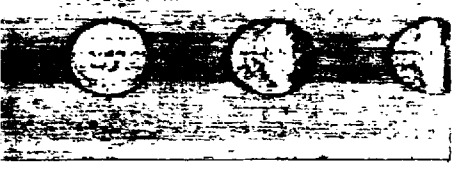
6. All rights or claims of tenants in possession under occupancy leases.

RECORDER'S NOTICE
Legibility of Writing, Typing or Printing in this Document Unsatisfactory When Received









**OFFICIAL RECEIPT**

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8241 PAGE 899

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

| DATE | SYMBOL | VALUATION | TAX AND FEES | TOTAL |
|---|---|---|---|---|
| | | | | |

CAMT 300000.00
CON TX 990.00
PRFEE 1.00
WDEED 15.00
TOTAL 1006.00
CHECK 1006.00

11/21/90 01 11:39 0001 9347

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

74282

IDENTIF. REFERENCE

Nov 21 11 40 AM '90

FELIX Z. WILSON REGISTER
DAVIDSON COUNTY TN.

No. 375336