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IDENTIF. TREFERENCE

DEC 21 10 41 AM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

THIS DOCUMENT PREPARED BY:
Joseph B. Pitt, Jr., Attorney
315 Deaderick Street, Suite 105
First American Center
Nashville, TN 37219

SPECIAL WARRANTY DEED

| ADDRESS NEW OWNER: | SEND TAX BILLS TO: | MAP/PARCEL |
|---|---|---|
| Starwood Properties Two, L.P., a Tennessee limited partnership | Krupp Mortgage Company Limited Partnership | Map 149; Parcel 282 |
| 1617 Hayes Street | 470 Atlantic Avenue | |
| Nashville TN 37203 | Boston MA 02210 | |

FOR AND IN CONSIDERATION OF THE SUM OF Ten and No/100 Dollars ($10.00), Cash in hand paid by Starwood Properties Two, L.P., a Tennessee limited partnership, and other good and valuable considerations accepted as cash, the receipt and sufficiency of which are hereby acknowledged, New West Federal Savings and Loan Association, a federal savings and loan association, has this day bargained and sold, and does hereby transfer and convey unto the said Starwood Properties Two, L.P., a Tennessee limited partnership, the Grantee herein, its successors and assigns, certain real estate in Davidson County, Tennessee, as follows:

(See Exhibit "A" attached hereto and incorporated herein by reference.)

STATE OF TENNESSEE )
)
COUNTY OF DAVIDSON )

The actual consideration or value whichever is greater, for this transfer is $7,170,000.00.

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

Affiant

Notary Public

CAROLYN R. FLEENOR NOTARY AT LARGE STATE OF TENNESSEE

My commission expires: 3-19-91

This is improved property known as Meadowood Apartments, Nashville, Tennessee.

TO HAVE AND TO HOLD said real estate, with the appurtenance, estate, title and interest thereto belonging, to the Grantee, its successors and assigns, forever we covenant that we are lawfully seized and possessed of said real estate in fee simple, have a good right to convey it, and that the same is unencumbered except for those encumbrances set forth on Exhibit "B".

We further covenant and bind ourselves, our heirs and representatives, to warrant and forever defend the title to said real estate to said Grantee, its successors and assigns, against the lawful claims of all persons claiming by, through

or under the Grantor.

Whenever 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 hands this 20th day of December, 19 90, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

New West Federal Savings and Loan Association, a federal savings and loan association

By: [signature] By: [signature]

Its: Asst Sec. Its: Vice-President

STATE OF TENNESSEE )
)
COUNTY OF DAVIDSON )

Before me, Carolyn L. Turner, a Notary Public of the State and County aforesaid, personally appeared Jay Parmelee,

,

with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who, upon oath, acknowledged him self to be Vice Pres of the

New West Fed SEL,

the within named bargainor, a corporation, and that ____ he

as such Vice Pres, being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by himself as Vice President.

Witness my hand and seal, at office in Nashville, Tennessee, this 20th day of December, 19 90.

Carolyn K. Fleenor
Notary Public

My commission expires: 3-19-91

CAROLYN K. FLEENOR
NOTARY AT LARGE
STATE OF TENNESSEE

EXHIBIT "A"

Land in Davidson County, Tennessee, being Lot No. 2 on the plan of Barrett Property for A.G. Spanos, of record in Plat Book 6250, Page 6, Registers Office for said County, described as follows:

To reach the point of beginning, commence on the west margin of Rural Hill Road at the southeast corner of the Vosburg tract, of record in Will Book 109, Page 38, as shown on the above plan;

Thence along Rural Hill Road S 1° 44' 00" W, 11.83 feet, S 25° 27' 00" W, 142.18 feet to the southerly radius return at the southwest intersection of Rural Hill Road and the proposed extension of Rice Road, this is the point of beginning for this tract;

Thence along the westerly and northerly margin of Rural Hill Road as follows: S 25° 27' 00" W, 378.50 feet;

Thence S 58° 36' 00" W 165 feet; S 74° 47' 00" W, 518.9 feet; S 65° 11' 00" W, 301.14 feet to a point on the westerly margin of 30 foot right-of-way dedication;

Thence along the margin of said road as follows: N 66° 51' 00" W, 212.24 feet to a point;

Thence N 51° 49' 00" W 125.6 feet to a point;

Thence N 33° 52' 00" W 92.6 feet to a point;

Thence N 23° 04' 00" W 500.0 feet to a point;

Thence N 12° 33' 00" W, 222.90 feet to a point on the southeast corner of the J. S. Marshall land of record in Book 2601, Page 364, said Register's Office.

Thence S 69° 39' 00" E, 8.37 feet to a point;

Thence with Marshall's East line N 10° 53' 48" E, 323.00 feet to a point;

Thence leaving Marshall's line S 87° 04' 40" E, 134.46 feet;

Thence N 73° 46' 22" E, 139.56 feet to a point;

Thence N 26° 45' 15" E, 135.51 feet;

Thence N 9° 36' 19" W 131.85 feet;

Thence N 21° 31' 01" W, 492.73 feet to a point on the proposed southerly margin of Rice Road extended;

Thence along the proposed south margin of Rice Road extended as follows: S 57° 00' 00" E, 1023.82 feet;

Thence along a curve to the right having a radius of 464.03 feet a distance of 206.52 feet;

Thence S 31° 30' 00" E, 400 feet;

Thence along a curve to the left having a radius of 478.19 feet, a distance of 308.80 feet to the westerly radius return at the southwest intersection of said Rice Road and Rural Hill Road;

Thence along a curve to the right having a radius of 25 feet, a distance of 40.99 feet to the point of beginning, containing 41.06 acres.

Being the same property conveyed to New West Federal Savings and Loan Association by Substitute Trustee's Deed from John C. Phipps, II, Substitute Trustee, of record in Book 8033, page 578, Register's Office for Davidson County, Tennessee.

EXHIBIT B

1. Lease Memorandum between Meadowood Associates and Web Service Company, Inc. of record in Book 7856, page 257, in said Register's Office.

2. Storm Water Detention Agreement of record in Book 6306, page 513, in said Register's Office.

3. Deeds of Conveyance to Metropolitan Government of Nashville and Davidson County of record in Book 6530, page 839, Book 6530, page 843; Book 7026, page 815, and Book 7097, page 193, all in said Register's Office.

4. Subject to all matters as shown on plan of the Revision of Barrett Property of record in Book 6250, page 762, in said Register's Office.

1267 12/21 0101 03CHECK 23683.00

**OFFICIAL RECEIPT**

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

RECEIVED OF _____

FOR _____

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| | | |
|---|---|---|
| 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
7170000.00
CON TX 23661.00
PRFEE 1.00
MDEED 21.00
TOTAL 23683.00
CHECK 23683.00

12/21/90 01 10:40 0001 1267

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

8121 5.

IDENTIF. TREFERENCE

DEC 21 10 41 AM '90

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 383662