Bk 49

SPECIAL WARRANTY DEED BOOK 8577 PAGE 55

This instrument was prepared by:

W. Gregory Null, Esq.
Long, Aldridge & Norman
Two Concourse Parkway
Suite 750
Atlanta, Georgia 30328

Map-Parcel Numbers
174-82
163-210
174-79
174-80
174-81
Field Book Numbers
5DU 35115
5DU 32745
5DU 32753
5DU 32749
5DU 32747

FROM: **CHIMNEYTOP II JOINT VENTURE,**
a Tennessee joint venture

TO: **STARWOOD PROPERTIES FOUR LIMITED PARTNERSHIP,**
a Tennessee limited partnership

Address of New Owner as Follows:

Starwood Properties Four
Limited Partnership
c/o Schatten Properties
1617 Hayes Street
Nashville, Tennessee 37203

Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes:

Starwood Properties Four
Limited Partnership
c/o Schatten Properties
1617 Hayes Street
Nashville, Tennessee 37203

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration for this transfer is Nine Million Five Hundred Thousand and No/100 Dollars ($9,500,000.00).

Affiant

Sworn to and subscribed before
me this 16th day of March, 1992.

Notary Public

My Commission Expires: March 27, 1993

NOTARIAL SEAL

rewgn/1030.057/92docs/s.war.d.1

STATE OF TENNESSEE

COUNTY OF DAVIDSON

SPECIAL WARRANTY DEED

THIS INDENTURE, made as of the 16th day of March, in the year one thousand nine hundred and ninety-two, between

CHIMNEYTOP II JOINT VENTURE,

a Tennessee joint venture, as party of the first part (hereinafter called "Grantor"), and

STARWOOD PROPERTIES FOUR LIMITED PARTNERSHIP,

a Tennessee limited partnership having Emanuel Schatten, an individual resident of the State of Tennessee, as its sole general partner, as party of the second part (hereinafter called "Grantee").

W I T N E S S E T H:

THAT, Grantor, for and in consideration of the sum of Ten and No/100 Dollars ($10.00), and other good and valuable considerations, cash in hand paid at and before the sealing and delivery of these presents, the receipt and sufficiency of which are hereby acknowledged, and by these presents does hereby grant, bargain, sell, alien, convey and confirm unto Grantee all those tracts or parcels of real property lying and being in the First Civil District, Davidson County, Tennessee, and being more particularly described on Exhibit "A" attached hereto and made a part hereof, together with all improvements thereon and appurtenances thereto.

This conveyance is made subject to the matters described on Exhibit "B" attached hereto and made a part hereof.

TO HAVE AND TO HOLD said tracts or parcels of real property, with all and singular the rights, members and appurtenances thereof, to the same being, belonging, or in any manner appertaining, to the only property use, and benefit of Grantee, its successors, successors-in-title and assigns, forever in **FEE SIMPLE.**

AND THE SAID GRANTOR, for itself and for its successors, successors-in-title, heirs and assigns, does hereby warrant, covenant and agree to and with the said Grantee and its successors, successors-in-title, heirs and assigns that Grantor is lawfully seized and possessed of the aforesaid property; and that Grantor has not encumbered the aforesaid property except as specifically set forth in Exhibit "B" attached hereto and made a

part hereof. And the said Grantor does further covenant and bind itself and its successors, successors-in-title and assigns, to warrant and forever defend the right and title to the above-described real property unto Grantee, it successors, successors-in-title and assigns, against the claims of all persons whomever claiming by, through or under Grantor, but not otherwise.

The real property described hereinabove is improved property, the location of which is 100-489 Mountain High Drive, Nashville, Tennessee 37013, and the mailing address of which is 100 Mountain High Drive, Nashville, Tennessee 37013, and is commonly known as "The Summit at Mountain High Apartments." Such real property is the same real property conveyed to Grantor pursuant to that certain Quitclaim Deed, dated as of March 27, 1990, from Chimneytop II-Oxford Associates Limited Partnership in favor of Grantor, recorded in Book 8073, page 660, Register's Office for Davidson County, Tennessee.

IN WITNESS WHEREOF, Grantor has caused this Indenture to be executed under seal by its duly authorized representatives the day and year first above written.

CHIMNEYTOP II JOINT VENTURE,
a Tennessee Joint Venture, by
its Managing Venture Partner

BY: **ZENTAC INVESTMENTS, INC.,**
a Delaware corporation,
Managing Venture Partner

By: James Rizzo
Title: Vice President

and by

Attest: Vice President
Title:

(CORPORATE SEAL)



STATE OF California)
COUNTY OF ~~Los Angeles~~)

Personally appeared before me, Marie Paran, a Notary Public of the State and County, aforesaid James Rupp with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of Zentac Investments, Inc., a Delaware corporation, the Managing Venture Partner of Chimneytop II Joint Venture, a Tennessee Joint Venture and the within named Grantor, and that he as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation on behalf of the Grantor by himself as Vice President.

WITNESS my hand and seal, at Office, this 13th day of March, 1992.

OFFICIAL SEAL
MARIE PARAN
NOTARY PUBLIC - CALIFORNIA
LOS ANGELES COUNTY
My Comm. Expires April 2, 1993

Marie Paran
Notary Public

My Commission Expires: 4/2/93

STATE OF Tennessee)
COUNTY OF Davidson

Personally appeared before me, Stephanie Small, a Notary Public of the State and County, aforesaid Donald D Smith with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Vice President of Zentac Investments, Inc., a Delaware corporation, the Managing Venture Partner of Chimneytop II Joint Venture, a Tennessee Joint Venture and the within named Grantor, and that he as such Vice President, executed the foregoing instrument for the purposes therein contained, by signing the name of said corporation on behalf of the Grantor by himself as Vice President.

WITNESS my hand and seal, at Office, this 16th day of March, 1992.

Stephanie Small
Notary Public

My Commission Expires: March 27, 1993

PROPERTY DESCRIPTION

Being a parcel of land in the First Civil District, Davidson County, Tennessee, located south of interstate highway I-24, west of Cane Ridge Road, and north of Mill Creek, more particularly described as follows:

Beginning at a concrete monument in the west margin of Cane Ridge Road, being the southeast corn of Chimneytop Phase One:

Thence, with Cane Ridge Road S 59° 11' 27" E 50.17 feet to an iron pin;

Thence, with a curve to the right, having a central angle of 17° 59' 44", a radius of 637.00 feet and a curve length of 200.07 feet to the northeast corner of Buford L. Huddleston, et ux, as of record in Book 4044, Page 328, Register's Office for Davidson County, Tennessee, (R.O.D.C.);

Thence, with the northwest line of Huddleston, S 45° 07' 19" W 1006.32 feet to a fence corner;

Thence, with the north line of Ethel P. Reavis as of record in Book 3030, Page 174, R.O.D.C., N 87° 49' 10" W 132.70 feet to an iron pin;

Thence, continuing with Reavis, N 87° 16' 36" W 1093.11 feet to an iron pin;

Thence, with a north line of Milton A. Paul as of record in Book 3612, Page 467, R.O.D.C., N 86° 19' 39" W 448.94 feet to a corner stone, being the southeast corner of McDowell Development Company as of record in Book 4634, Page 781, R.O.D.C.;

Thence, with the east line of McDowell along a wire fence N 04° 49' 18" E 313.90 feet to an iron pin;

Thence, N 03° 26' 57" E 681.29 feet to an iron pin, being the southwest corner of Chimneytop, Phase One, William W. Berry, Jr., Trustee, as of record in Book 5544, Page 139, R.O.D.C.;

Thence, with the south line of Chimneytop, Phase One, S 89° 56' 58" E 575.96 feet to a concrete monument;

Thence, S 32° 21' 22" E 464.11 feet to a concrete monument;

Thence, S 85° 21' 00" E 1099.85 feet to a concrete monument;

Thence, N 37° 06' 00" E 333.90 feet to the point of beginning.

Containing 35.91 acres more or less, as more particularly described on that certain survey entitled "Boundary Survey for the Oxford Group of Chimneytop II," dated May 26, 1984, last revised September 26, 1984, prepared by Barge, Wagner, Sumner & Cannon, John H. Wright, Tennessee Land Surveyor No. 1014.

Being the same property conveyed to Chimneytop II Joint Venutre, a Tennessee joint venture, by Quitclaim Deed dated March 27, 1990, from Chimneytop II-Oxford Associates Limited Partnership, an Indiana limited partnership, of record in Book 8073, page 660, R.O.D.C.

1. Right-of-Way Columbia Gulf Transmission - William R. Chasteen, Executor of Estate of William Washington Carper, of record in Book 3763, page 4, R.O.D.C.

2. Common Use Agreement between Chimney Top - Oxford Associates, L.P. and Chimney Top - Oxford Associates II, L.P., of record in Book 6410, page 65, R.O.D.C.

3. Deed Restrictions, of record in Book 6410, page 78, R.O.D.C.

4. First Deed of Trust from Chimney Top II - Oxford Associates, L.P. to P. Williams, Trustee for The Industrial Development Board of Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 6410, page 93, R.O.D.C.

5. UCC-1 to The Industrial Development Board of Metropolitan Government of Nashville and Davidson County, Tennessee, of record in Book 6410, page 125, R.O.D.C.

6. Indenture - The Industrial Development Board of Metropolitan Government of Nashville and Davidson County, Tennessee, to Commerce Union Bank Trustee, of record in Book 6410, page 131, R.O.D.C.

7. Assignment UCC-2 by The Industrial Development Board of Metropolitan Government of Nashville and Davidson County, Tennessee, to Commerce Union Bank, Trustee, of record in Book 6410, page 246, R.O.D.C.

8. Second Deed of Trust from Chimney Top II - Oxford Associates, L.P. to Patrick L. Alexander, Trustee for Security Pacific National Bank, of record in Book 6410, page 251, R.O.D.C.

9. UCC-1 to Security Pacific National Bank, of record in Book 6410, page 284, R.O.D.C.

10. Intercreditor Agreement between Commerce Union Bank Trustee and Security Pacific National Bank, of record in Book 6410, page 288, R.O.D.C.

11. Assignment of Rents and Leases from Chimney Top - Oxford II Associates, L.P. to Security Pacific National Bank, of record in Book 6413, page 350, R.O.D.C.

12. Appointment of Successor Trustee by Security Pacific National Bank, of record in Book 7608, page 938, R.O.D.C.

13. Continuation Statement UCC-3 (relates to item #5 above), of record in Book 7966, page 178, R.O.D.C.

14. Continuation Statement UCC-3 (relates to item #9 above), of record in Book 7966, page 179, R.O.D.C.

15. UCC-3 Amendment to item #9 above - 3/27/90 (change of address), of record in Book 8073, page 710, R.O.D.C.

16. 1992 real estate taxes, a lien not yet due and payable; Map 163, parcel 210; Map 174, parcel 79; Map 174, parcel 80; Map 174, parcel 81; and Map 174, parcel 82.

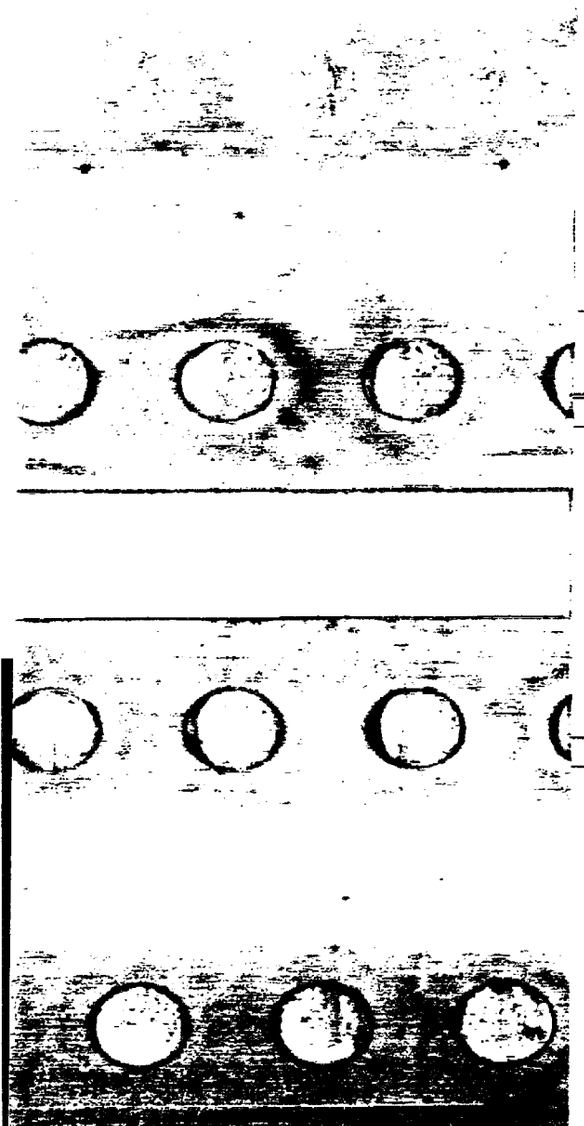
9322d.

IDENTIFICATION REFERENCE

MAR 19 3 03 PM '92

DAVIDSON COUNTY, IN

7429 03/18 0101 03CHECK 35175.00



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

RECEIVED OF _____

FOR _____

BOOK 8577 PAGE 63

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
				CAMT 9500000.00
				CON TX 35150.00
				PRFEE 1.00
				WDEED 24.00
				TOTAL 35175.00
				CHECK 35175.00
03/18/92	01			09:09 0001 7429

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

93228.

IDENTIFICATION REFERENCE

MAR 18 9 09 AM

DAVIDSON COUNTY, TN

No. 511845