Box 41

SPECIAL WARRANTY DEED BOOK 8682 PAGE 901

FROM: Third National Bank in Nashville, Trustee pursuant to the Indenture, being the same party as Third National Bank, for the Holders of the Multifamily Housing Revenue Bonds, Series 1985 (Cambridge Square, Ltd. Project) of the Industrial Development Board of the Metropolitan Government of Nashville, Tennessee, Grantor

This instrument was prepared by:
Warren H. Wild, Jr.
Farris, Warfield & Kanaday
Seventeenth Floor
Third National Bank Building
Nashville, Tennessee 37219

TO: Biltmore Place Apartments, a Tennessee Joint Venture, Grantee

Address New Owner(s) as Follows:	Name and Address of the Person or Entity Responsible for the Payment of Real Property Taxes	Map-Parcel Numbers
Biltmore Place Apartments, a Tennessee Joint Venture P. O. Box 24520 Nashville, TN 37202	Same	107-0-73 Field Book Numbers 2DA-51775

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is Two Million Four Hundred Thousand and No/100 Dollars ($2,400,000.00).

Affiant

SUBSCRIBED AND SWORN TO before me, this the 22 day of July, 1992.

Notary Public

My Commission Expires: 9/16/95

FOR AND IN CONSIDERATION OF the sum of Ten and No/100 Dollars ($10.00), the receipt and sufficiency of which are hereby acknowledged, THIRD NATIONAL BANK IN NASHVILLE, TRUSTEE PURSUANT TO THE INDENTURE, being the same party as Third National Bank in Nashville, as Trustee for the Holders of the Multifamily Housing Revenue Bonds, Series 1985 (Cambridge Square, Ltd. Project) of the Industrial Development Board of the Metropolitan Government of Nashville, Tennessee, Grantor, has bargained and sold, and by

these presents does transfer and convey unto the said Biltmore Place Apartments, a Tennessee Joint Venture, Grantee, its successors, and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

> All of that real property described on Exhibit A attached hereto and by reference incorporated herein as fully as if set forth herein verbatim.
>
> Being the same property conveyed to Grantor by Trustee's Deed from David J. White, Trustee of record in Book 7857, page 177, Register's Office for Davidson County, Tennessee.
>
> The description contained on Exhibit A was prepared by Howard W. Anderson, Tennessee Registered Land Surveyor No. 527 whose address is A & A Engineers, Inc., P. O. Box 40048, Nashville, Tennessee 37204

This is improved property, located at 830 Glastonbury Road, Nashville, Tennessee.

This conveyance is expressly made subject to all of those items shown on Exhibit B which is attached hereto and incorporated herein by reference.

TO HAVE AND TO HOLD said tract or parcel of land, with the appurtenances, estate, title and interest thereto belonging to Grantee, his heirs, successors, and assigns, forever.

And Grantor does further covenant and bind Grantor, its successors and assigns, to warrant and forever defend title to said land to Grantee, his heirs, successors, and assigns against the lawful claims of all persons whomsoever claiming by, through or under Grantor, but not further or otherwise, except as to those matters claimed by, through or under Grantor as set forth on Exhibit B to which this conveyance is expressly made subject.

Witness my hand this 22 day of July, 1992.

THIRD NATIONAL BANK IN NASHVILLE, TRUSTEE pursuant to the Indenture, being the same party as THIRD NATIONAL BANK, IN NASHVILLE, AS TRUSTEE for the Holders of the Multifamily Housing Revenue Bonds, Series 1985 (Cambridge Square, Ltd. Project) of the Industrial Development Board of the Metropolitan Government of Nashville, Tennessee

By: Susan Keith

Title: Trust Officer

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, Vicki C. Hood, a Notary Public of said County and State, personally appeared Susan Keith Trust Officer with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged her self to be Trust Officer (or other officer authorized to execute the instrument) of THIRD NATIONAL BANK IN NASHVILLE, TRUSTEE pursuant to the Indenture, being the same party as THIRD NATIONAL BANK, IN NASHVILLE, AS TRUSTEE for the Holders of the Multifamily Housing Revenue Bonds, Series 1985 (Cambridge Square, Ltd. Project) of the Industrial Development Board of the Metropolitan Government of Nashville, Tennessee, the within named bargainor, a national banking association, and that she as such Trust Officer executed the foregoing instrument for the purposes therein contained, by signing the name of the national banking association by her self as Trust Officer.

Witness my hand and seal, at Office, this 22 day of July, 1992.

Vicki C. Hood
Notary Public

NOTARY PUBLIC DAVIDSON COUNTY

My Commission Expires: 9-16-95

2544w/07-14-92

EXHIBIT A

LEGAL DESCRIPTION
TRACT "A" (D.B. 7857, Pg. 179)
LOT 1 (P.B. 6250, Pg. 891)

Land in Davidson County, Tennessee, being located in the northeast quadrant of Massman Drive and Glastonbury Drive and more particularly described as follows:

BEGINNING at a point in the southeast radius return of the intersection of Glastonbury Drive with Massman Drive; thence with the chord of a curve to the right having a radius of 35.00 feet, an interior angle of 90° and a length of 54.98 feet, N. 4° 28' 18" E 49.50 feet to a point, the beginning of a curve to the left; thence with the chord of said curve having a radius of 290.0 feet, an interior angle of 55° 18' 30" and a length of 279.94 feet, N 21° 48' 55" E 269.20 feet to a point, the beginning of a curve to the right; thence with the chord of said curve having a radius of 939.31 feet, an interior angle of 35° 56' 39" and a length of 589.27 feet N 12° 08' 07" E 579.65 feet to a point; thence leaving the right of way of Glastonbury Drive S 63° 36' 15" E 568.57 feet to a point; thence S 7° 52' 23" W 836.52 feet to a point; thence N 83° 59' 46" W 9.62 feet to a point; thence S 49° 28' 08" W 324.95 feet to a point located in the northern right of way margin of Massman Drive; thence with the northern right of way margin of Massman Drive N 40° 31' 52" W 560.00 feet to the point of beginning containing 14.07 acres, more or less.

Being the same property conveyed to Third National Bank in Nashville, Trustee pursuant to the Indenture, by deed from David J. White, Trustee, Book 7857, page 177, Register's Office of Davidson County, Tennessee.

2577w/07-20-92

EXHIBIT B

Encumbrances

1. The lien for 1992 real and personal taxes which have been prorated and will be paid by Grantee.

2. All matters shown on the survey of the property prepared by A & A Engineers, Inc., Job No. 5031-92 dated May 15, 1992. ~~and showing a revision date of July ___, 1992.~~

3. Applicable zoning ordinances and regulations, building restrictions, and applicable setback lines.

4. Any portion of said property contained within the boundary of any public dedicated right-of-way.

5. All easements, setback lines and other matters shown on the plans of record in Book 3842, page 198, Book 3842, page 275, Book 4595, page 31 and Book 6250, page 891, said Register's Office.

3337 07/23 0101 03CHECK 8901.00

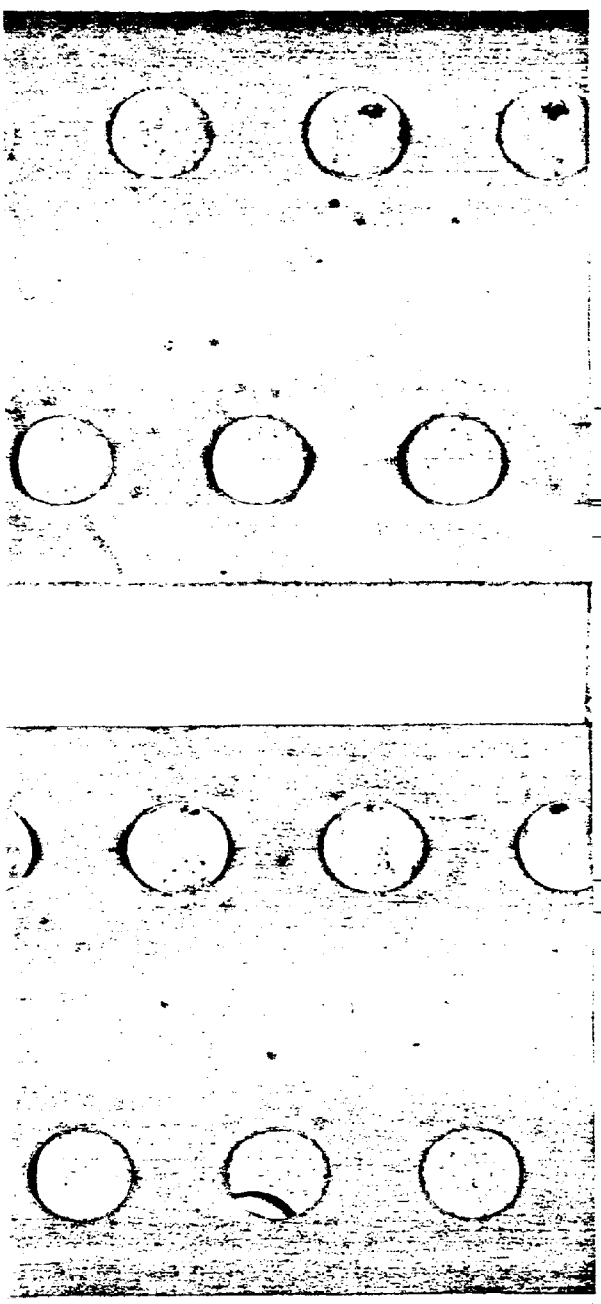
30035

IDENTIF. TREFERENCE

JUL 23 3 24 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

2544w/07-13-92



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 8682 PAGE 906

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

CAHT
2400000.00
CON TX 8880.00
PRFEE 1.00
MDEED 20.00
TOTAL 8901.00
CHECK 8901.00
07/23/92 01 15:23 0001 8337

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

30035

IDENTIF. TREFERENCE

JUL 23 3 24 PM '92

FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY TN.

No. 553039