COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $6,000,000.00.

Affiant

Subscribed to and sworn to before me, this the 26th day of August, 1993.

My Commission Expires: 11/2/96

Notary Public

ARBORS OF BRENTWOOD I
SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION of the sum of TEN AND NO/100 ($10.00) DOLLARS cash in hand paid and other good and valuable consideration, the receipt of which is hereby acknowledged, **SCP NASHVILLE PARTNERS, L.P., a Delaware limited partnership** ("Grantor"), whose mailing address is 515 North State Street, Suite 2100, Chicago, Illinois 60610, has granted, bargained and sold, and by these presents does transfer and convey unto **EQR-ARBORS VISTAS, INC., an Illinois corporation** ("Grantee"), whose mailing address is Two North Riverside Plaza, Suite 600, Chicago, Illinois 60606, its successors and assigns, a certain tract or parcel of land in Davidson County, Tennessee (the "Property"), which is described on Exhibit "A" attached hereto and incorporated herein and made a part hereof and commonly known as "Arbors of Brentwood I", 100 Brentwood Place, Nashville, Tennessee 37211.

The Property is conveyed subject to the following matters attached hereto as Exhibit "B". As to Tract 2 only

TO HAVE AND TO HOLD the Property with the appurtenances, hereditaments, estate, title and interest thereto belonging to Grantee, its successors and assigns, forever. Grantor covenants that, subject to the matters set forth above, the property is unencumbered by matters arising through or under Grantor.

BOOK 9059 PAGE 565

Grantor further covenants and binds itself and its successors, to warrant and forever defend the title to the Property to Grantee, its successors and assigns, against the lawful claims of all persons whomsoever, claiming through or under Grantor, except claims arising out of the matters set forth above.

Grantor warrants and represents that the actual consideration or value, whichever is greater for this transfer, is $6,000,000.00.

WITNESS our hands this 11th day of August, 1993, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

SCP NASHVILLE PARTNERS, L.P., a Delaware limited partnership

By: Arbors Holdings, Inc., a Delaware corporation, its general partner

By: _____
Its: Ex VP

5633 IDENTIF. ↑ REFERENCE

93 AUG 25 PM 2:55

RECORDING REGISTER

RECORDERS MEMO
LEGIBILITY OF WRITING, TYPING OR PRINTING IN THIS DOCUMENT UNSATISFACTORY WHEN RECEIVED

STATE OF ILLINOIS)
)
COUNTY OF COOK)

Personally appeared before me, the undersigned, a Notary Public, Madison F. Grose, with whom I am personally acquainted, and who acknowledged that he/she executed the within instrument for the purposes therein contained, and who further acknowledged that he is the Executive Vice President of Arbors Holding, Inc., a Delaware corporation that is the general partner of SCP Nashville Partners, L.P., a Delaware limited partnership, and is authorized by the corporation, the corporation being authorized by the limited partnership, to execute this instrument on behalf of the limited partnership.

WITNESS my hand, at office, this 11th day of August, 1993.

Notary Public

My Commission Expires: 10/30/94

This instrument was prepared by and after recording should be mailed to:

Jon Waller
Rosenberg & Liebentritt, P.C.
Two N. Riverside Plaza
Suite 1601
Chicago, Illinois 60606

Address new Owner and
Send subsequent tax bills to:

EQR-ARBORS VISTAS, INC.
c/o First Property Management
2 N. Riverside Plaza, Suite 600
Chicago, Illinois 60606

Tax Parcel No. 161-217

" OFFICIAL SEAL "
PATRICIA M. MAGGIONCALDA
NOTARY PUBLIC, STATE OF ILLINOIS
MY COMMISSION EXPIRES 10/30/94

W:\WPDOCS\GENERAL\WSF\STARW\DEEDS\WSF1793B
ARBORS OF BRENTWOOD I

EXHIBIT A

TRACT 2 - ARBORS OF BRENTWOOD I

LAND in Davidson County, Tennessee, being a tract of land, lying on the First Civil District of Davidson County, Tennessee, being Lot 1, on the plan of The Arbors of Brentwood, as shown on the plan of record in Book 6250, page 530, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and acurate description of said lot and being more particularly described as follows:

BEGINNING at a point lying on the easterly margin of Edmondson Pike, said point being the most northwesterly corner of the herein described tract and the most southwesterly corner of the Ira T. Adams Property (Ashlawn Apts.) as of record in Deed Book 4671, page 729; thence leaving the easterly margin of Edmondson Pike, and with the southerly line of the said Ira T. Adams Property, South 79 degrees, 50 minutes, 27 seconds East, a distance of 532.08 feet to an existing iron pin, said point being the most southeasterly corner of the Ira T. Adams Property; thence with the easterly line of the Ira T. Adams Property, North 04 degrees 17 minutes, 35 seconds East a distance of 438.09 feet to an existing iron pin, said point being the most northeasterly corner of the said Ira T. Adams Property and lying on the southerly line of the James L. Rains Property, as of record in Deed Book 4298, page 142, Register's Office for Davidson County, Tennessee; thence with the southerly line of said James L. Rains Property, South 70 degrees 50 minutes 06 seconds East, a distance of 343.56 feet to a point; thence with the southerly line of the Villages of Brentwood Subdivision, as of record in Plat Book 5200, page 613, Register's Office for Davidson County, Tennessee, South 70 degrees, 23 minutes, 48 seconds, East a distance of 1,124.78 feet to an existing iron pin, said iron pin being the most southeasterly corner of Lot 3 on the said Villages of Brentwood plat and lying on the westerly margin of a dedicated road (unnamed); thence with the westerly margin of a proposed extension of said dedicated road, with a curve to the left, having a radius of 560.00 feet, a distance of 107.77 feet and a chord bearing of South 05 degrees, 33 minutes, 21 seconds West a chord distance of 107.61 feet to a point; thence continuing with the westerly margin of said proposed road South 0 degrees 02 minutes, 33 seconds West, a distance of 205.49 feet to a point, said point lying on the northerly line of the George T. Hicks Property as of record in Deed Book 5489, page 6, Register's Office for Davidson County, Tennessee; thence leaving the westerly margin of said proposed road, and with the northerly line of the said George T. Hicks Property;, South 89 degrees 57 minutes 27 seconds West, a distance of 114.57 feet to an existing hub and tack, said point being the most northwesterly corner of the said George T Hicks Property; thence with the northerly margin of Warren Avenue (unimproved), South 89 degrees 22 minutes, 42 seconds West, a distance of 666.13 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 88 degrees, 53 minutes 20 seconds West, a distance of 358.43 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 89 degrees, 39 minutes, 18 seconds West, a distance of 466.15 feet to an existing iron pipe, said point lying on the northerly margin of said Warren Avenue; thence leaving the northerly margin of said Warren Avenue and with the easterly line of the Thelma G. Rucker Property, as of record in Deed Book 4854, page 964, Register's Office for Davidson County, Tennessee, North 02 degrees, 53 minutes, 42 seconds East a distance of 141.34 feet to an existing iron pin; thence with the northerly line of the said Thelma G. Rucker Property, North 88 degrees, 24 minutes, 19 seconds West, a distance of 339.89 feet to a point on the easterly margin of Edmondson Pike; thence with the easterly margin of Edmondson Pike North 01 degree, 21 minutes 15 seconds East, a distance of 326.12 feet to the point of beginning, containing 22.453 acres, more or less.

Being the same property conveyed to SCP Nashville Partners, L.P., a Delaware limited partnership by deed from Brentwood Associates, Ltd. of record in Book 8922, page 552, said Register's Office.

EXHIBIT B BOOK 9059 PAGE 507

PERMITTED EXCEPTIONS

1. Acts of Purchaser, and those claiming by, through and under Purchaser.

2. General and special taxes and assessments not yet delinquent.

3. Zoning, building and other governmental and quasi-governmental laws, ordinances codes, rules and regulations.

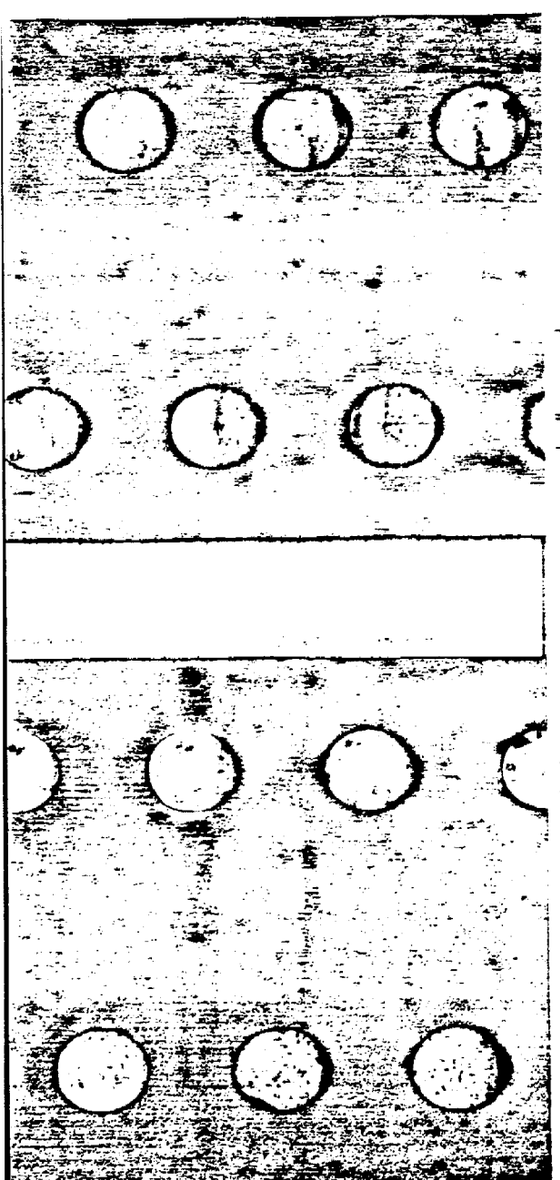
4. Covenants, conditions, restrictions, and private or public utility easements or record together with easements or claims of easements not shown by the public records.

5. Encroachments, overlaps, boundary line disputes, or other matters which would be disclosed by an accurate survey or inspection of the Property.

6. Any and all exceptions to title listed in Schedule B to that certain marked-up Owners Commitment for Title Insurance issued by Commonwealth Land Title Insurance Company, Commitment No. CW930503-A, down dated as of the date hereof.

4459 08/26 01:01 03CHECK 22213.00

WSF2293P



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

RECEIVED OF _____

FOR _____

BOOK 9059 PAGE 508

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 6000000.00
				CON TX 22200.00
				PRFEE 1.00
				WDEED 12.00
				TOTAL 22213.00
				CHECK 22213.00
08/26/93	01			15:56 0001 4459

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

56333
IDENTIF. ↑ REFERENCE

93 AUG 25 PM 3:55
FELIX Z. WILSON, REGISTER
DAVIDSON COUNTY, TN.

No. 690756