BOOK 9566PG208

State of Texas :
County of Dallas:

This conveyance is exempt from transfer tax pursuant to T.C.A., Section 67-4-409(13)(e).

Affiant

Sworn to and subscribed before me this 5th day of January, 1995.

JACKIE S. COCKRELL
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES
June 1, 1996

Notary Public

**SPECIAL WARRANTY DEED**

THE STATE OF TENNESSEE §
§ KNOW ALL MEN BY THESE PRESENTS THAT:
COUNTY OF DAVIDSON §

WALDEN RESIDENTIAL PROPERTIES, INC., a Maryland corporation (whether one or more, "Grantor"), for and in consideration of the sum of TEN AND NO/100 DOLLARS ($10.00), and other good and valuable consideration paid by WALDEN SPECIAL PARTNERS, LTD., a Texas limited partnership (whether one or more, "Grantee"), the receipt and sufficiency of which are hereby acknowledged and confessed, subject to the exceptions, liens, encumbrances, terms and provisions hereinafter set forth and described, has GRANTED, BARGAINED, SOLD and CONVEYED, and by these presents does hereby GRANT, BARGAIN, SELL and CONVEY, unto Grantee all of that certain lot, tract or parcel of land situated in Nashville, Davidson County, Tennessee, and being more particularly described in Exhibit "A" attached hereto and incorporated herein by reference for all purposes.

TOGETHER WITH, all and singular, the rights, benefits, privileges, easements, tenements, hereditaments, appurtenances and interests thereon or in anywise appertaining thereto and with all improvements located thereon (said land, rights, benefits, privileges, easements, tenements, hereditaments, appurtenances, improvements and interests being hereinafter referred to as the "Property").

For the same consideration recited above, Grantor hereby BARGAINS, SELLS and TRANSFERS, without warranty, express or implied, all interest, if any, of Grantor in (i) strips or gores, if any, between the Property and abutting or immediately adjacent properties, and (ii) any land lying in or under the bed of any street, alley, road or right-of-way, opened or proposed, abutting or immediately adjacent to the Property.

This conveyance is made subject to the encumbrances and exceptions ("Permitted Exceptions") of record as of the date hereof, but only to the extent they affect or relate to the Property.

TO HAVE AND TO HOLD the Property, subject to the Permitted Exceptions as aforesaid, unto Grantee, and Grantee's successors and assigns, forever; and Grantor does hereby bind Grantor, and Grantor's successors and assigns, to WARRANT and FOREVER DEFEND, all and singular, the Property, subject to the Permitted Exceptions, unto Grantee, and Grantee's successors and assigns, against every person whomsoever

[redacted]PG209

lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

EXECUTED as of the 21st day of December, 1994.

GRANTOR:

WALDEN RESIDENTIAL PROPERTIES, INC.,
a Maryland corporation

By: _____
Mark S. Dillinger
Executive Vice President

THE STATE OF TEXAS §
§
COUNTY OF DALLAS §

This instrument was acknowledged before me on this the 19 day of December, 1994, by Mark S. Dillinger, Executive Vice President of WALDEN RESIDENTIAL PROPERTIES, INC., a Maryland corporation.

DORELLA STRICKLAND
NOTARY PUBLIC
State of Texas
Comm. Exp. 03-21-98

_____
Notary Public in and for
the State of Texas

Dorella Strickland
Printed Name of Notary Public

My Commission Expires: 03-21-98

BOOK 9566 PG 210

ADDRESS OF NEW OWNER:

WALDEN SPECIAL PARTNERS. LTD.
C/O WALDEN MANAGEMENT COMPANY
13601 Preston Road, Ste. 800W
Dallas, Texas 75240

SEND TAX BILLS TO:

SAME

MAP & PARCEL NO. MAP 147, PARCEL 41

THIS DOCUMENT PREPARED BY AND RETURN TO:

ROBIN K. MINICK, ESQ.
1445 ROSS AVENUE
STE. 4000
DALLAS, TX 75202

0002 01/06 0101 03CHECK 16.00

23544

IDENTIF. & REFERENCE

95 JAN -6 PM 12:26

DAVIDSON COUNTY, TN.

PICK-UP

BOOK 9566 PG 211

EXHIBIT A RAINTREE

Being a parcel of land in Nashville, First Civil District, Thirty-Second Councilmanic District, Davidson County, Tennessee, located on the easterly side of Edmondson Pike, south of Greentree Drive and being Lot No. 1 as shown on the Plan of Sundance as of record in Book 6250, Page 106, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way line of Edmondson Pike, said point being southerly 585.9 feet more or less from the centerline of Greentree Drive; a 50-foot right-of-way; thence, leaving said right-of-way line with the southerly line of Candlestick Farms, Section One as of record in Book 3300, Page 56, R.O.D.C., S 86° 54' 47" E., 553.88 feet to a point; thence, with the southerly line of Candlestick Farms, Section Four as of record in Book 3600, Page 71, R.O.D.C., the following calls: S 86° 49' 21" E., 363.84 feet to a point; S 88° 18' 36" E., 149.12 feet to a point; S 87° 46' 25" E., 204.60 feet to a point; thence, with a southerly line of McMurray Hills as of record in Book 3700, Page 5, R.O.D.C., S 87° 48' 03" E., 110.99 feet to a point; thence, with a westerly line of said McMurray Hills S 00° 26' 05" W., 337.90 feet to a point; thence leaving said line with the northerly line of Lot No. 2 as shown on the aforementioned plan of Sundance the following calls: N 89° 55' 34" W., 217.45 feet to a point; S 21° 15' 02" W., 193.13 feet to a point; S 07° 47' 48" E., 205.49 feet to a point; N 76° 09' 09" W., 278.30 feet to a point; S 57° 10' 23" W., 50.29 feet to a point; with a curve to the left 436.36 feet to a point; said curve having a central angle of 64° 31' 10", a radius of 387.50 feet, a tangent of 244.59 and a chord of S 72° 51" 34" W., 413.66 feet; S 40° 35' 59" W., 73.87 feet to a point with a curve to the right 224.69 feet to a point, said curve having a central angle of 60° 34' 55", a radius of 212.50 feet, a tangent of 124.13 feet and a chord of S 70° 53' 27" W., 214.36 feet; N 78° 49' 06" W., 24.86 feet to a point; with a curve to the right 262.87 feet to a point, said curve having a central angle of 80° 19' 33", a radius of 187.50 feet, a tangent of 158.24 feet and a chord of N 38° 39' 20" W., 241.86 feet; N 73° 11' 57" W., 64.80 feet to a point; N 55° 00' 29" W., 54.76 feet to a point; with a curve to the left 85.36 feet to a point, said curve having a central angle of 13° 58' 26", a radius of 350.00 feet, a tangent of 42.89 feet and a chord of N 61° 59' 42" W., 85.15 feet; N 68° 58' 55" W., 33.13 feet to a point in the easterly right-of-way line of Edmondson Pike; thence, with said right-of-way line with a curve to the right 209.06 feet to a point, said curve having a central angle of 04° 13' 49", a radius of 2,831.57 feet, a tangent of 104.58 feet, and a chord of N 16° 31' 06" E., 209.01 feet; thence, continuing with said right-of-way line N 18° 38' 00" E., 528.26 feet to the point of beginning. Containing 1,084,624 square feet or 24.90 acres more or less.

Being the same property conveyed to Walden Residential Properties, Inc. a Maryland corporation, by Special Warranty Deed from Honey Creek, Ltd., a Texas Limited Partnership, of record in Book 9251, page 574, Register's Office for Davidson County, Tennessee.