BOOK 9745PG543

For 47
95-28883

This instrument prepared by:
Hunton & Williams
3050 Chain Bridge Road, Suite 600
Fairfax, Virginia 22030
Attn: E. Peter Kane

Name of New Owner: Prudential/Daniel Office Venture, L.L.C.	Send Tax Bills To: Prudential/Daniel Office Venture, L.L.C.	Map Parcel No.s 104-06-026 21 W 02925 104-06-105 21W 02770
Address of New Owner: One Ravinia Drive Suite 1400 Atlanta, Georgia 30346	Address: One Ravinia Drive Suite 1400 Atlanta, Georgia 30346	Property Address: 3310 West End Boulevard Nashville, Tennessee

QUITCLAIM DEED

THIS QUITCLAIM DEED dated as of July 28, 1995, made by and among **DR/US WEST END GENERAL PARTNERSHIP**, a Virginia general partnership ("**DR/US**"), as Grantor; **DANIEL WEST END LIMITED PARTNERSHIP**, a Virginia limited partnership ("**DWELP**"),as Grantor; **DANIEL REALTY COMPANY**, a New York general partnership ("**DRC**"),as Grantor; **U.S. REALTY INCOME PARTNERS L.P.**, a Delaware limited partnership ("**U.S. Realty**"), as Grantor; and **DANIEL S.E. OFFICE LIMITED PARTNERSHIP**, a Virginia limited partnership ("**Daniel S.E.**"),as Grantor; and **PRUDENTIAL/DANIEL OFFICE VENTURE, L.L.C.**, a Delaware limited liability company, as Grantee, its successors and assigns, recites and provides:

RECITALS:

1. DR/US is the record owner of a certain tract or parcel of land in Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto (the "**Real Estate**").

2. DWELP and U.S. Realty are the only partners of record of DR/US.

3. DWELP assigned all of its interest in DR/US to DRC.

4. DRC and U.S. Realty assigned all of their partnership interests in DR/US to Daniel S.E. as a contribution to the capital of Daniel S.E. and in exchange for a partnership interest in Daniel S.E.

5. Upon such assignment Daniel S.E. became the sole partner of DR/US which caused a dissolution of DR/US and vested in Daniel S.E. title to all of the assets of DR/US including title to the Real Estate.

6. Daniel S.E. desires to contribute the Real Estate to the capital of the Grantee in exchange for an interest in the Grantee. Accordingly, to evidence the transfer of title to the Real Estate to the Grantee and to clarify the land records, the parties make the following conveyance.

CONVEYANCE:

THAT for and in consideration of the conveyance made hereby, the consideration therefor received by the Grantors and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Grantors, subject to the matters described herein, hereby remise, release and forever quitclaim to the Grantee, the Real Estate.

This conveyance is made subject to the matters set forth on Exhibit B.

This is improved property, known as 3310 West End Avenue, Nashville, Tennessee 37203.

Witness our hands this 28 day of July, 1995.

[SIGNATURES ON FOLLOWING PAGES]

DR/US WEST END GENERAL PARTNERSHIP, a Virginia general partnership

By: Daniel West End Limited Partnership, a Virginia limited partnership

By: Daniel Realty Investment Corporation - West End, a Virginia corporation, its general partner

By: JACK PETERSON
Name: VICE PRESIDENT
Title: _____

and

By: U.S. Realty Income Partners L.P., a Delaware limited partnership

By: Vanderbilt Realty Joint Venture, a Tennessee general partnership, its general partner

By: Vanderbilt Realty Associates, Inc., a Tennessee corporation, its managing general partner

By: Edward Donald Miller
Name: Robert Donald Miller
Title: President

STATE OF GEORGIA
COUNTY OF FULTON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, JACK R. PETERSON as VICE PRESIDENT of Daniel Realty Investment Corporation - West End, a Virginia corporation, general partner of Daniel West End Limited Partnership, a Virginia limited partnership, general partner of DR/US West End General Partnership, a Virginia general partnership, on behalf of the partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

NOTARY PUBLIC ATHENS-CLARKE COUNTY, GEORGIA

Kathryn Wellman
Notary Public

STAMP-SEAL

My Commission expires:

Notary Public, Fulton County, Georgia.
My Commission Expires February 27, 1998

STATE OF GEORGIA
COUNTY OF FULTON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Robert Bond Miller as president of Vanderbilt Realty Associates, Inc., a Tennessee corporation, general partner of Vanderbilt Realty Joint Venture, a Tennessee general partnership, general partner of U.S. Realty Income Partners L.P., a Delaware limited partnership, general partner of DR/US West End General Partnership, a Virginia general partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

Marie J. Wooldridge
Notary Public

STAMP-SEAL

My Commission expires:

MARIE J. WOOLDRIDGE NOTARY PUBLIC FULTON COUNTY, GA

[SIGNATURES CONTINUE ON FOLLOWING PAGES]

DANIEL WEST END LIMITED PARTNERSHIP, a Virginia limited partnership

By: Daniel Realty Investment Corporation - West End, a Virginia corporation, its general partner

By: _____
Name: JACK R. PETERSON
Title: VICE PRESIDENT

STATE OF GEORGIA

COUNTY OF FULTON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, JACK R. PETERSON as VICE PRESIDENT of Daniel Realty Investment Corporation - West End, a Virginia corporation, general partner of Daniel West End Limited Partnership, a Virginia limited partnership, on behalf of the partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

Kathryn Wellman
Notary Public

STAMP-SEAL

My Commission expires:
Notary Public, Fulton County, Georgia.
My Commission Expires February 27, 1998

[SIGNATURES CONTINUE ON FOLLOWING PAGES]

DANIEL REALTY COMPANY, a New York general partnership

By: Daniel Equity Partners, L.P., a Virginia limited partnership, general partner

By: Daniel Equity Corporation I, a Virginia corporation, general partner

By: _____
Name: JACK R. PETERSON
Title: VICE PRESIDENT

STATE OF GEORGIA

COUNTY OF FULTON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, JACK R. PETERSON as VICE PRESIDENT of Daniel Equity Corporation I, a Virginia corporation, general partner of Daniel Equity Partners, L.P., a Virginia limited partnership, general partner of Daniel Realty Company, a New York general partnership, on behalf of the partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

Kathryn Wellman
Notary Public

STAMP SEAL

My Commission expires:

NOTARY PUBLIC, Fulton County, Georgia.
My Commission Expires February 27, 1998

[SIGNATURES CONTINUE ON FOLLOWING PAGES]

U.S. REALTY INCOME PARTNERS L.P., a Delaware limited partnership

By: Vanderbilt Realty Joint Venture, a Tennessee general partnership, its general partner

By: Vanderbilt Realty Associates, Inc., a Tennessee corporation, its managing general partner

By: _____
Name: Robert Bond Miller
Title: President

STATE OF GEORGIA

COUNTY OF FULTON

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Robert Bond Miller as president of Vanderbilt Realty Associates, Inc., a Tennessee corporation, general partner of Vanderbilt Realty Joint Venture, a Tennessee general partnership, general partner of U.S. Realty Income Partners L.P., a Delaware limited partnership, on behalf of the partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

STAMP-SEAL

Notary Public

My Commission expires:

MARIE J. WOOLDRIDGE NOTARY PUBLIC Exp. Dec. 28, 1997 FULTON COUNTY, GA

[SIGNATURES CONTINUE ON FOLLOWING PAGE]

DANIEL S.E. OFFICE LIMITED PARTNERSHIP, a Virginia limited partnership

By: First Daniel Realty Development Corporation, a North Carolina corporation, its managing general partner

By: _____
Name: JACK PETERSON
Title: VICE PRESIDENT

State OF Georgia

County OF Fulton

Personally appeared before me, the undersigned, a Notary Public in and for said County and State, Jack Peterson as Vice-President of First Daniel Realty Development Corporation, a North Carolina corporation, general partner of Daniel S.E. Office Limited Partnership, a Virginia limited partnership, on behalf of the partnership, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained and who further acknowledged that he is authorized to execute this instrument on behalf of the maker.

Witness my hand and official stamp or seal, this 28 day of July, 1995.

Kathryn Wellman
Notary Public

STAMP-SEAL

My Commission expires:

Notary Public, Fulton County, Georgia.
My Commission Expires February 27, 1998

EXHIBIT A

Nashville, Tennessee
Legal Description

LAND in Davidson County, Tennessee, being all of Lot 2, the southwesterly part of Lot No. 1 and part of Lot No. 8, on the Plan of West End Park, as shown on plat of record in Plat Book 161, page 47, in the Register's Office of Davidson County, Tennessee, being more particularly described as follows:

BEGINNING on the westerly margin of Park Drive (a private road), 100.80 feet southwest of the southwesterly margin of Acklen Park Drive; thence south 29° 29' 00" West 302.00 feet to a P.K. nail in asphalt driveway; thence North 53° 15' 00" West 242.05 feet to an iron pin found; thence North 36° 45' 00" East 20 feet to an iron pin found; thence North 53° 16' 16" West 262.65 feet to an iron pipe found on the southerly margin of Fairmont Drive; thence with the southerly margin of said drive, North 63° 57' 32" East 90 feet to a galvanized pipe found; thence leaving said Fairmont Drive, South 53° 15' 00" East 221 52 feet to an iron pin found; thence North 36° 45' 00" East 199.63 feet to an iron pin found; thence South 53° 15' 00" East 203 84 feet to the point of beginning, containing 1.978 acres, according to a survey by H & H Land Surveying, Inc., dated June 23, 1995, last revised July 27, 1995.

Together with access by way of Park Drive to and from Acklen Park Drive, a public road, as set forth in Book 182, page 381 and Book 7358, page 1, Register's Office for Davidson County, Tennessee.

BEING the same property conveyed to DR/US West End General Partnership, a Virginia General Partnership, by Deed of Record in Book 7694, page 140, Register's Office for Davidson County, Tennessee.

STATE OF GEORGIA)
)
COUNTY OF FULTON)

The actual consideration for this transfer is Seven Hundred Thirty Two Thousand Nine Hundred Thirty Nine and 33/100 Dollars ($732,939.33).

AFFIANT

Subscribed and sworn to before me, this 28 day of July, 1995.

NOTARY PUBLIC

My commission Expires

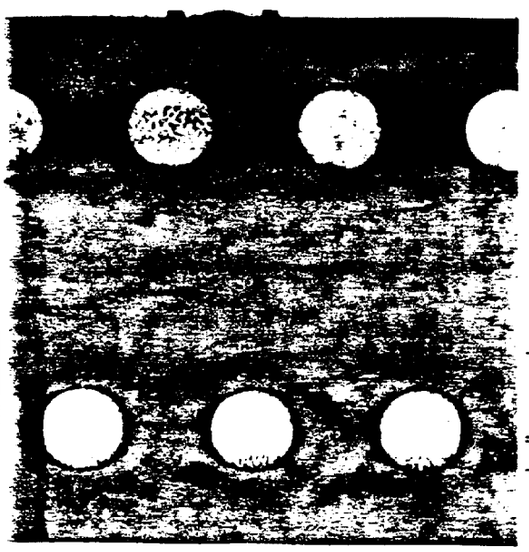
Notary Public, Fulton County, Georgia.
My Commission Expires February 27, 1998

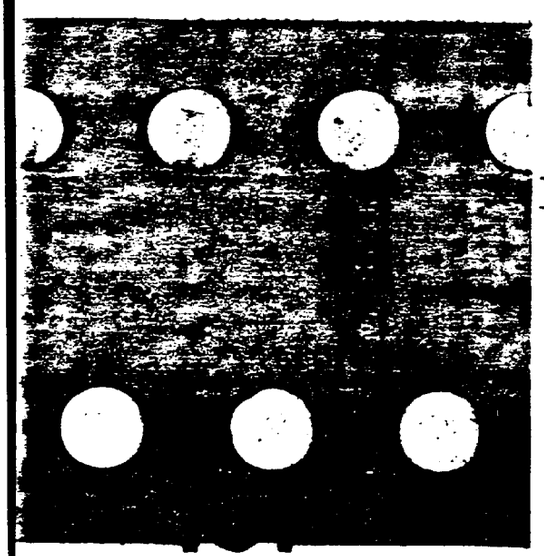
(NOTARY SEAL)

0084083
IDENTIF. ↑ REFERENCE

95 JUL 31 PM 2:21
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

27252.88 3806 07/31/95 02:21PM CHECK





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

RECEIVED OF _____

FOR _____

BOOK 9745 PG 558

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 732939.33
CON TX 2711.88
PRFEE 1.00
WDEED 40.00
TOTAL 2752.88
CHECK 2752.88

07/31/95 01 14:20 0001 6606

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0084083
IDENTIF. ↑ REFERENCE

95 JUL 31 PM 2:21
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 935652