BOOK 9811 PG 143

FROM: Amberwood, Ltd.

FBIL JUR

TO: Sentinel Realty Partners I Limited Partnership

Address of New Owner:	Send Tax Bills to:	Map-Parcel No.
Sentinel Realty Partners I Limited Partnership 666 Fifth Avenue, 26th Floor New York, New York 10103	(same)	Map 128 Parcel 126

PREPARED BY: WALLER LANSDEN DORTCH & DAVIS, Attorneys at Law, 511 Union Street, Suite 2100, Nashville, Tennessee 37219-1760

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater, for this transfer is $12,500,000.00.

Affiant

Subscribed and sworn to before me, this the 21st day of September, 1995.

Notary Public

My Comm. Expires: 9/13/98

STATE OF TENNESSEE NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE(S), and other good and valuable considerations, the receipt of which is hereby acknowledged, Amberwood, Ltd., hereinafter called the GRANTOR, has bargained and sold, and by these presents does transfer and convey unto Sentinel Realty Partners I Limited Partnership, a Delaware limited partnership, hereinafter called the GRANTEE, its successors or assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described as follows, to wit:

Being a tract of land in the Second Civil District of Nashville, Davidson County, Tennessee, said tract being located on the East side of Old Hickory Boulevard and approximately 2,800 feet North of the Intersection of Old Hickory Boulevard with U.S. Highway 70S, and being more particularly described as follows:

Beginning at a point being an offset in the East margin of the Old Hickory Boulevard 70 foot R.O.W., said point being the Northwest corner of Belle Forest Condominium Apartments as of record in Deed Book 5387, page 744, Register's Office of Davidson County, Tennessee; thence, leaving said Belle Forest Condominiums and with said offset in the East margin of Old Hickory Boulevard, S 64 degrees 17 minutes 00 seconds W, 10.00 feet to a point; thence, with said East margin of the 60 foot wide R.O.W. of Old Hickory Boulevard and with a curve to the left having a central angle of 4 degrees 16 minutes 37 seconds a radius of 1,462.40 feet and a curve length of 109.16 feet to an iron pin; thence, N 29 degrees 52 minutes 00 seconds W, 422.10 feet to an iron pin; thence, with a curve to the right

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having a central angle of 26 degrees 13 minutes 00 seconds, a radius of 1,402.40 feet and a curve length of 641.69 feet to an iron pin; thence, N 03 degrees 39 minutes 00 seconds W, 227.00 feet to an iron pin being a common corner with the Phillip L. Davis property as of record in Deed Book 4851, page 78; thence leaving said East margin of Old Hickory Boulevard and with the Davis boundary, N 3 degrees 48 minutes 00 seconds E. 235.90 feet to a point; thence, N 84 degrees 53 minutes 00 seconds W, 30.95 feet to a point in the East margin of said Old Hickory Boulevard, said point also being a common corner with the ABC property as of record in Deed Book 5244, page 368; thence, leaving said East margin of Old Hickory Boulevard and with the South boundary of the ABC property, N 86 degrees 21 minutes 00 seconds E, 1,796.90 feet to a point; thence, S 49 degrees 03 minutes 00 seconds E, 367.65 feet to a point; thence, leaving the ABC Property South boundary and with a new line, S 63 degrees 11 minutes 04 seconds W, 434.54 feet to a point being located in the North boundary of said Belle Forest Condominiums; thence with the Belle Forest North boundary and crossing into the aforementioned future road extension easement N 59 degrees 47 minutes 48 seconds W 109.50 feet to an iron pin, said pin being the Northwest corner of the Bell Forest property; thence, with the Belle Forest West boundary, leaving the future road extension easement, and crossing into the Belle Forest access road easement as of record in Deed Book 5074, page 966, said Register's Office, S 18 degrees 34 minutes 00 seconds W, 370.00 feet to an iron pin; thence, leaving said easement, thence, S 28 degrees 34 minutes 00 seconds W, 490.00 feet to an iron pin; thence, S 53 degrees 17 minutes 00 seconds W, 420.00 feet to an iron pin; thence, S 59 degrees 32 minutes 00 seconds W, 345.00 feet to an iron pin; thence, S 64 degrees 17 minutes 00 seconds W, 132.00 feet to the point of beginning; containing 45.00 acres more or less.

Being the same property conveyed to Amberwood, Ltd., by deed from Miller G. Kimbrough, Jr., individually and as Executor of the Estate of Miller G. Kimbrough, Sr., and Third National Bank in Nashville, as Trustee of the trust established under the will of Miller G. Kimbrough, Sr. for the benefit of John Kimbrough Lewis, with full power to sell and convey without the joinder of any beneficiary, of record in Book 9338, page 9, said Register's Office.

INCLUDED IN THE ABOVE DESCRIBED PROPERTY, BUT EXPRESSLY EXCLUDED IS THE FOLLOWING DESCRIBED TRACT OF LAND:

Beginning at the point of intersection of the existing east margin of S. R. 251 and the north boundary of the Belle Forest property; thence with said existing margin northerly 1145 feet more or less to a point, said point being 30.58 feet right of S.R. 251 proposed centerline station 39+44.11; thence with the proposed east margin of said road (1) with a 1392.39 foot radius curve left and southerly 481.39 feet (2) south 25 degrees, 02 minutes, 30 seconds east 157.87 feet (3) south 26 degrees, 06 minutes, 10 seconds east 312.42 feet (4) south 25 degrees 01 minutes, 43 seconds east 162.21 feet (5) with a 1462.49 foot radius curve southeasterly 25 feet more or less to a point; thence with said north boundary south 68 degrees, 02 minutes, 30 seconds west 19.91 feet to the point of beginning containing 17,922 square feet.

Being the same property conveyed to the State of Tennessee by deed from Amberwood, Ltd., a Tennessee limited partnership, of record in Book 8261, page 19, said Register's Office.

This is improved property known as Amberwood Apartments, Old Hickory Boulevard, Nashville, Tennessee.

The property described above is conveyed subject to the following exceptions:

1. 1995 Metropolitan Government taxes.

2. Combination Deed of Trust, Security Agreement and Fixture Filing Statement from Amberwood, Ltd., a Tennessee limited partnership, to Virginia Anne Sharber, Hamilton County, Tennessee, Trustee, dated as of July 1, 1993, of record in Book 9019, page 550, as amended in Book 9747, page 427, said Register's Office, to secure an indebtedness evidenced by a promissory note of even date in the original principal amount of $6,293,000.00, payable to First Bank National Association, a national banking association.

3. Assignment of Leases and Rents from Amberwood, Ltd. a Tennessee limited partnership, to First Bank National Association, a national banking association, of record in Book 9019, page 649, as amended in Book 9747, page 427, said Register's Office, to further secure an indebtedness in the amount of $6,293,000.00.

4. Easement for utilities, roadway, street, driveway, ingress and egress purposes on, in, above and under the northeast portion of the subject property as granted in instrument of record in Book 5074, page 856, at page 882, said Register's Office, and as shown on the survey made by Joseph G. Petrosky Associates, Inc., dated August 17, 1993, and last revised September 27, 1995.

5. Storm Water Detention Agreement of record in Book 6420, page 642, said Register's Office.

6. Easement for construction and maintenance of a drainage facility contained in the deed to the State of Tennessee, of record in Book 8261, page 19, said Register's Office.

7. Easement for water line of record in Book 8097, page 294, said Register's Office.

8. Declaration of Land Use Restrictions, of record in Book 6430, page 212, said Register's Office, as amended in Book 9019, page 643, said Register's Office.

9. All matters as shown on the Plan of record in Book 6250, page 204, said Register's Office.

TO HAVE AND TO HOLD the said real property together with all appurtenances and hereditaments thereunto belonging or in any wise appertaining to GRANTEE, its successors or assigns forever.

GRANTOR further covenants and binds itself, its successors or assigns to warrant specially and forever defend the title to said real estate to GRANTEE, its successors or assigns, against the lawful claims of all persons claiming through and under GRANTOR (other than claims arising out of the matters set forth above), but not further or otherwise. Wherever used, the singular number shall include the plural, the plural the singular, and the use of any gender shall be applicable to all genders.

IN WITNESS WHEREOF, GRANTOR has caused this Special Warranty Deed to be executed on the 25th day of September, 1995.

AMBERWOOD, LTD., a Tennessee limited partnership

By: RJ EQUITIES, INC., a Florida corporation
General Partner

BY: _____

TITLE: Vice President

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared B.J. TANENBAUM III, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Vice President of RJ Equities, Inc., a Florida corporation, the general partner of Amberwood, Ltd., the within named bargainor, a Tennessee limited partnership, and that he as such Vice President of the general partner, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the corporation by himself as Vice President of RJ Equities, Inc., general partner of Amberwood, Ltd.

Witness my hand and seal, at office in Nashville, Tennessee, this the 25th day of September, 1995.

_____
NOTARY PUBLIC

SUSAN LIUZZA NOTARY PUBLIC DAVIDSON COUNTY, TENN.

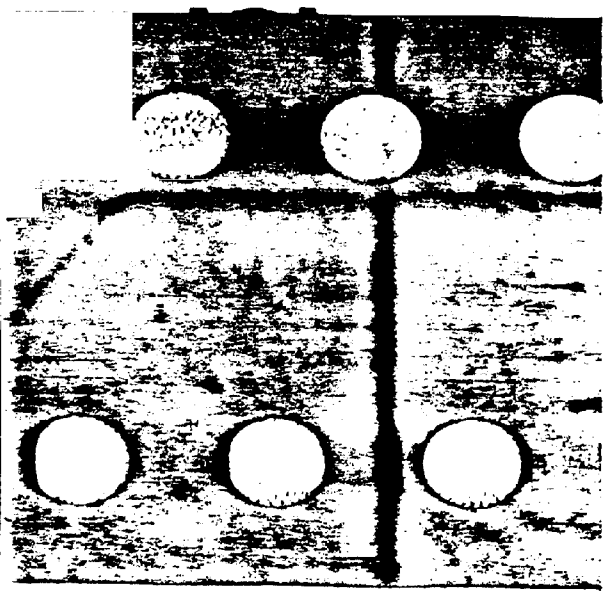
My Commission Expires: 5-25-96

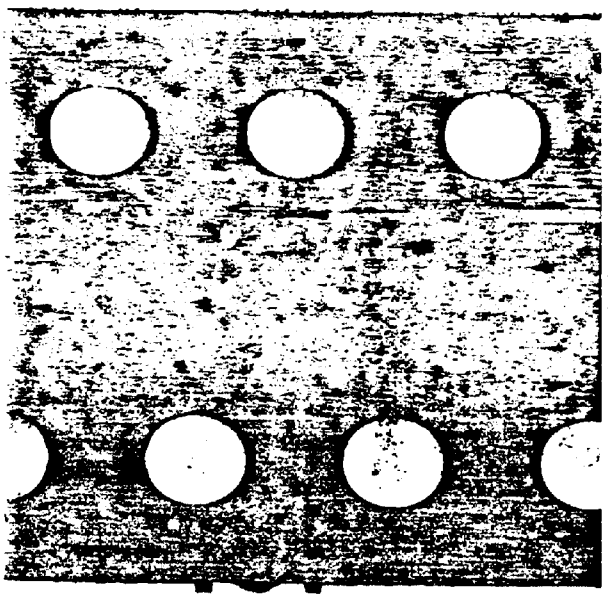
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DAVIDSON COUNTY, TN.

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OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY
NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 9811 PG 150

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

Conv, ~~Mtg~~ Amt 12,500,000.00

CON TX	46250.00
PRFEE	1.00
WDEED	16.00
TOTAL	46267.00
CHECK	46267.00

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

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IDENTIF. ↑ REFERENCE

95 SEP 29 PM 3:01
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 959588