BOOK 9994 PG 818

BOX 349
SJ
31217

ADDRESS NEW OWNER:	MAP-PARCEL NUMBERS:	SEND TAX BILL TO:
United Dominion Realty, L. P. 10 South Sixth Street Suite 203 Richmond, VA 23219-3802	147-35	OWNER
THIS INSTRUMENT PREPARED BY: United Dominion Realty, L.P. 10 South Sixth Street Suite 203, Richmond, VA 23219-3802		

LIMITED WARRANTY DEED

THIS INSTRUMENT was executed and delivered as of March 28, 1996, by BERKMAN BROOKRIDGE TENN, L.L.C., a Georgia limited liability company (the "Grantor"), to UNITED DOMINION REALTY, L.P., a Virginia limited partnership (the "Grantee").

KNOW ALL MEN BY THESE PRESENTS that in consideration of the sum of Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is acknowledged, the Grantor does by these presents, grant, bargain, sell and convey unto the Grantee the land in the City of Nashville, County of Davidson, Tennessee, more particularly described on Exhibit "A" attached hereto, and incorporated by this reference, together with all appurtenances thereto belonging (the "Property").

This conveyance is made subject to any and all easements, restrictions and other matters set forth on Exhibit "B" attached hereto and incorporated by this reference (the "Permitted Exceptions").

TO HAVE AND TO HOLD THE PROPERTY unto the Grantee, its successors and assigns, forever.

The Grantor covenants with the Grantee that Grantor is lawfully seized and possessed of the Property in fee simple; that Grantor has a good right to convey the Property, and that the Property is unencumbered except for the Permitted Exceptions.

The Grantor, its successors and assigns, shall forever warrant, indemnify and defend the Grantee, its successors and assigns, against all lawful claims against the Property (other than the Permitted Exceptions) of all parties claiming by, through or under the Grantor, but not further or otherwise.

0165092
IDENTIF. & REFERENCE

96 MAR 28 PM 3:48
FELIX Z. ... REGISTER
DAVIDSON COUNTY, TN.

c:\wpdocs\brookridge\deed
3/22/96 (jmh)

IN WITNESS WHEREOF, the Grantor has executed and delivered this Deed as of March March 26, 1996.

BERKMAN BROOKRIDGE TENN, L.L.C.,
a Georgia limited liability company

By: _____

Its: MANAGER

STATE OF ~~TENNESSEE~~ GEORGIA
COUNTY OF ~~DAVIDSON~~

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that David Berkman, as Manager, of Grantor, a Georgia limited liability company, is signed to the foregoing Limited Warranty Deed and who is personally known to me or proved to me by satisfactory evidence, acknowledged before me on this day that, he is the Manager of the Grantor, and with full authority, executed the same voluntarily for and as the act of said _____.

Given under my hand and official seal this the 26 day of March, 1996.

_____
Notary Public

My Commission expires: Notary Public, Gwinnett County, Georgia
~~My Commission Expires April 6, 1998~~

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is $6,100,000.00

_____
Affiant

Subscribed and sworn to before me this
28 day of March, 1996.

STUART JONES NOTARY AT LARGE STATE OF TENNESSEE

_____
Notary Public

My Commission Expires: My Commission Expires Sept 26, 1998

c:\wpdocs\brookridge\deed
3/22/96 (jmh)

EXHIBIT "A" 9994pg820

BROOKRIDGE APARTMENTS

BEING A CERTAIN TRACT OF LAND LOCATED ALONG THE NORTH SIDE OF WALLACE ROAD AND THE SOUTH SIDE OF HARDING PLACE IN THE CITY OF NASHVILLE, DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS:

BEGINNING AT AN IRON PIN (NEW), SAID PIN BEING THE SOUTHWEST CORNER OF THE HEREIN DESCRIBED TRACT, IN THE NORTH RIGHT OF WAY OF WALLACE ROAD AND A CORNER TO O.H. BOATWRIGHT AS EVIDENCED IN BOOK 879, PAGE 92, R.O.D.C.T.;

THENCE WITH THE LINE OF BOATWRIGHT, NORTH 19 DEGREES 17 MINUTES 48 SECONDS WEST, 40.89 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF BOATWRIGHT AND THEN SOUTHERN HILLS REALTY INVESTORS, LIMITED PARTNERSHIP AS EVIDENCED IN BOOK 8817, PAGE 159, R.O.D.C.T., AND THEN FREEMAN WEBB DEVELOPMENT CORP. AS EVIDENCED IN BOOK 6572, PAGE 959, R.O.D.C.T., NORTH 83 DEGREES 46 MINUTES 14 SECONDS WEST, 622.15 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF FREEMAN WEBB DEVELOPMENT CORP. AND THEN KENNON CONSTRUCTION COMPANY AS EVIDENCED IN BOOK 3767, PAGE 108, R.O.D.C.T., NORTH 85 DEGREES 00 MINUTES 52 SECONDS WEST, 483.43 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF KENNON CONSTRUCTION COMPANY NORTH 85 DEGREES 00 MINUTES 52 SECONDS WEST, 59.72 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF KENNON CONSTRUCTION COMPANY SOUTH 49 DEGREES 57 MINUTES 38 SECONDS WEST, 318.16 FEET TO AN IRON PIN (NEW), SAID PIN BEING IN THE EAST RIGHT OF WAY OF NOLENSVILLE ROAD;

THENCE WITH SAID RIGHT OF WAY NORTH 14 DEGREES 09 MINUTES 57 SECONDS WEST, 44.11 FEET TO AN IRON PIN (NEW), SAID PIN BEING A CORNER TO A.M. RAGSDALE AS EVIDENCED IN BOOK 6530, PAGE 336, R.O.D.C.T.;

THENCE WITH THE LINE OF RAGSDALE NORTH 49 DEGREES 46 MINUTES 38" EAST, 175.79 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF RAGSDALE SOUTH 75 DEGREES 55 MINUTES 41 SECONDS WEST, 150.50 FEET TO AN IRON PIN (NEW), SAID PIN BEING IN THE EAST RIGHT OF WAY OF NOLENSVILLE ROAD AND BEING THE BEGINNING OF A CURVE TO THE RIGHT, SAID CURVE HAVING A CENTRAL ANGLE OF 67 DEGREES 35 MINUTES 29 SECONDS, A RADIUS OF 150.00 FEET, AN ARC LENGTH OF 176.95 FEET AND A CHORD OF NORTH 37 DEGREES 44 MINUTES 07 SECONDS EAST, 166.87 FEET;

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

THENCE WITH SAID RIGHT OF WAY, ALONG THE ARC OF THE ABOVE DESCRIBED CURVE, 176.95 FEET TO AN IRON PIN (NEW), SAID PIN BEING IN THE SOUTH RIGHT OF WAY OF HARDING PLACE;

THENCE WITH SAID RIGHT OF WAY OF HARDING PLACE NORTH 71 DEGREES 31 MINUTES 52 SECONDS EAST, 307.51 FEET TO AN IRON PIN (NEW);

THENCE WITH SAID RIGHT OF WAY NORTH 18 DEGREES 28 MINUTES 08 SECONDS WEST, 10.00 FEET TO AN IRON PIN (NEW);

THENCE WITH SAID RIGHT OF WAY NORTH 71 DEGREES 31 MINUTES 52 SECONDS EAST, 229.01 FEET TO AN IRON PIN (NEW), SAID PIN BEING THE BEGINNING OF A CURVE TO THE RIGHT, SAID CURVE HAVING A CENTRAL ANGLE OF 21 DEGREES 11 MINUTES 07 SECONDS, A RADIUS OF 1,392.69 FEET, AN ARC LENGTH OF 514.95 FEET AND A CHORD OF NORTH 82 DEGREES 07 MINUTES 26 SECONDS EAST, 512.02 FEET;

THENCE WITH SAID RIGHT OF WAY, ALONG THE ARC OF THE ABOVE DESCRIBED CURVE, 514.95 FEET TO AN IRON PIN (NEW);

THENCE WITH SAID RIGHT OF WAY SOUTH 87 DEGREES 17 MINUTES 00 SECONDS EAST, 484.69 FEET TO A CONCRETE MONUMENT (OLD), SAID MONUMENT BEING A CORNER TO HARDING PLACE PROPERTY INC. AS EVIDENCED IN BOOK 6919, PAGE 509, R.O.D.C.T.;

THENCE WITH THE LINE OF HARDING PLACE PROPERTY INC. SOUTH 03 DEGREES 19 MINUTES 38 SECONDS WEST, 131.90 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF HARDING PLACE PROPERTY INC. SOUTH 04 DEGREES 07 MINUTES 20 SECONDS WEST, 111.73 FEET TO AN IRON PIN (NEW);

THENCE WITH THE LINE OF HARDING PLACE PROPERTY INC. SOUTH 05 DEGREES 51 MINUTES 35 SECONDS WEST, 152.13 FEET TO AN IRON PIN (NEW), SAID PIN BEING IN THE NORTH RIGHT OF WAY OF WALLACE ROAD AND BEING THE BEGINNING OF A CURVE TO THE LEFT, SAID CURVE HAVING A CENTRAL ANGLE OF 10 DEGREES 16 MINUTES 55 SECONDS, A RADIUS OF 740.86 FEET, AN ARC LENGTH OF 132.95 FEET AND A CHORD OF SOUTH 75 DEGREES 50 MINUTES 31 SECONDS WEST, 132.77 FEET;

THENCE WITH SAID RIGHT OF WAY, ALONG THE ARC OF THE ABOVE DESCRIBED CURVE 132.95 FEET TO THE POINT OF BEGINNING AND CONTAINING 451,450 SQUARE FEET OR 10.364 ACRES.

Being the same property conveyed to Berkman Brookridge Tenn, L.L.C., a Georgia limited liability company, by Successor Trustee's Deed of record in Book 9531, page 776, Register's Office for Davidson County, Tennessee.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Taxes which are not yet due and payable.

2. Terms and provisions of the "Foreclosure Sale Use Agreement" and riders attached thereto, as set forth in Deed of record in the Register's Office for Davidson county, Tennessee (the "Register's Office") in Book 9531, page 776. Applies only to Riders 1,3,4 and 5 as set forth therein.

3. Easement for Sanitary Sewer Line of record in the Register's Office in Book 3312, page 560.

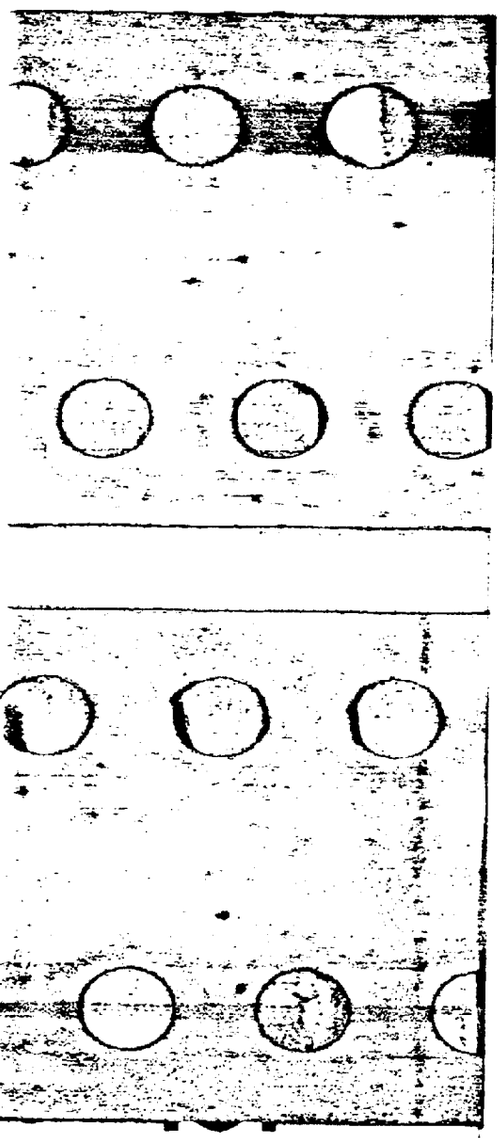
4. Storm Water Detention Agreement of record in the Register's Office in Book 6480, page 167.

5. Easement(s) to Metropolitan Government of Nashville and Davidson County, as set forth in instrument recorded in Book 6489, page 531.

6. Subject to the flow of Seven Mile Creek.

7. Rights of tenants in possession under unrecorded lease(s).

8. Restrictions of record in the Register's Office in Book 4761, page 42.



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

RECEIVED OF _____

FOR _____ pcm 9994-823

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
				100000.00
				DEN TX 22570.00
				PRFEE 1.00
				WDEED 20.00
				TOTAL 22591.00
				CHECK 22591.00
03/28/96	01			15:50 0001 3801

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK

0165092
IDENTIF. ↑ REFERENCE

96 MAR 28 PM 3:48
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

No. 1021816