BOOK 10394 PG 116

THIS INSTRUMENT PREPARED BY: (JAG)
Baker, Donelson, Bearman & Caldwell,
A Professional Corporation
511 Union Street, Suite 1700
Nashville, Tennessee 37219

FROM: **BRECKENRIDGE ASSOCIATES, L.P.**,
a Tennessee limited partnership ("Grantor")

TO: **UNITED DOMINION REALTY, L.P.**,
a Virginia limited partnership ("Grantee")

ADDRESS NEW OWNER:
10 South Sixth Street
Suite 203
Richmond, Virginia 23219

SEND TAX BILLS:

SAME

TAX/MAP PARCEL NO.

Map 42/Parcels 41 & 42

QUITCLAIM DEED

FOR AND IN CONSIDERATION of no monetary consideration, Breckenridge Associates, L.P., a Tennessee limited partnership ("Grantor"), by these presents does hereby quitclaim unto United Dominion Realty, L.P., a Virginia limited partnership, ("Grantee"), its successors and assigns, its entire interest in and to the following described tract(s) of land:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

AND GRANTOR does hereby quitclaim unto GRANTEE, its successors and assigns, all its interest in the property described above to which reference is here made, and said property is conveyed subject to the same limitations, restrictions and encumbrances as may affect the premises.

WITNESS my hand, this 27TH day of MARCH, 1997.

BRECKENRIDGE ASSOCIATES, L.P.

By: PITTCO BRECKENRIDGE, INC.
Its: General Partner

By: John Pont

Its: Vice President

97 MAR 27 PM 1:02
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

IDENTIF. → REFERENCE 0287883

N VRS 202116 1
780997-127 03/21/97

STATE OF TENNESSEE
COUNTY OF Shelby

Personally appeared before me, Patricia D. Smith, a Notary Public in and for said State and County duly commissioned and qualified, John H. Pontius 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 the Vice President of Pittco Breckenridge, Inc., as General Partner of Breckenridge Associates, L.P., a Tennessee limited partnership (the "Grantor") and is authorized by the Grantor to execute this instrument on behalf of the Grantor.

WITNESS my hand, at office, this 25 day of March, 1997.

Patricia D. Smith
Notary Public

My Commission Expires:_____

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

The actual consideration or value, whichever is greater for this transfer is $ NONE.

John H. Pontius
AFFIANT

Sworn to and subscribed before me, this 27th day of March, 1997.

Amy McFeeters
Notary Public

My Commission Expires: 5/30/99

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

N VRS 202116.1
780997-127 03/21/97

EXHIBIT "A"

Land in Davidson County, Tennessee, being Tracts 1 and 2 on the Plan of Park Hills of record in Book 6250, pages 561 and 562, Register's Office for said County, as corrected by Surveyors Certificates of Correction of record in Book 7053, page 2, and Book 7508, page 92, Register's Office for said County, more particularly described as follows:

All that certain tract, parcel or phase of land, lying and being in Davidson County, Tennessee, with all improvements thereon and appurtenances thereunto belonging, as shown hereon by William C. Cockrill, Registered Land Surveyor, License No. 1401, Crawford Land Surveyors, P.C., 1929 21st Avenue South, Nashville, TN 37212, dated March 7, 1997, and last revised March 20, 1997, and entitled "Site Improvement Location Survey of Breckenridge Apartments", referenced to the Survey is made for a more particular description of said property and incorporated herein by reference, with said property being bounded and described in accordance with the Survey as follows:

DESCRIPTION

BEING two parcels of land in the Second Civil District of Nashville, Davidson County, Tennessee north of Old Hickory Boulevard on the east and west sides of Nesbitt Lane and being more particularly described as follows:

TRACT 1

BEGINNING at an iron pin in the westerly margin of Nesbitt Lane, said point being 210 feet, more or less, northerly along said margin of Old Hickory Boulevard and being the northeast corner of Lot No. 6 of Bonnie Brae Subdivision of record in Plat Book 2330, Page 1, R.O.D.C.;

THENCE, leaving said margin in the north line of Bonnie Brae Subdivision, N64 degrees 01'07"W, 123.74 feet to an iron pin;

THENCE N41 degrees 51'20"W, 215.78 feet to a concrete monument;

THENCE, N64 degrees 04'55"W, 400.21 feet to a concrete monument in the east line of Metropolitan Government of record in Deed Book 3824, Page 979, R.O.D.C.;

THENCE, with said government line, N08 degrees 44'47"E, 409.74 feet to a concrete monument;

THENCE, N11 degrees 29'50"E, 253.26 feet to an iron pin;

THENCE, with the south line of Pittco Properties, Inc. of record in Deed Book 8464, Page 5, R.O.D.C., S87 degrees 06'18"E, 251.35 feet to an iron pin in the west margin of Nesbitt Lane;

THENCE, with said margin and a curve concave to the east having a central angle of 31 degrees 54'15", a radius of 823.85 feet and a chord of S10 degrees 42'52"E, 452.84 feet to a point for an arc length of 458.75 feet to a point;

THENCE, with said margin, S26 degrees 40'00" E, 369.07 feet to a point;

THENCE, with said margin and a curve concave to the west having a central angle of 52 degrees 38'53", a radius of 288.16 feet and a

chord of S00 degrees 20'34"E, 255.56 feet for an arc length of 264.78 feet to the point of beginning, containing 345,676 square feet or 7.93 acres, more or less.

TRACT II

BEGINNING at a concrete monument in the easterly margin of Nesbitt Lane, said point being 210 feet, more or less, northerly along said margin, from the north margin of Old Hickory Boulevard and being the northwest corner of Lot No.7 of Bonnie Brae Subdivision;

THENCE, with the easterly margin of Nesbitt Lane and a curve concave to the west having a central angle of 52 degrees 40'13" a radius of 338.16 feet and a chord of N00 degrees 19'54" W, 300.03 feet for arc length of 310.86 feet to a point;

THENCE, N26 degrees 40'00"W, 369.07 feet to a point;

THENCE, with a curve concave to the east having a central angle of 32 degrees of 03'21", a radius of 773.85 feet and a chord of N10 degrees 38'20"W, 427.33 feet for an arc length of 432.95 feet to an iron pin in the southerly line of Pittco Properties, Inc. of record in Deed Book 8464, Page 5, R.O.D.C.;

THENCE, with said Pittco Properties, Inc., S87 degrees 06'18"E, 538.65 feet to an iron pin;

THENCE, S63 degrees 25'54"E, 129.00 feet to an iron pin;

THENCE, S54 degrees 10'41"E, 511.41 feet to an iron pin;

THENCE, with the west line of Gerald Tillett of record in Deed Book 8239, Page 794, R.O.D.C., S26 degrees 32'55"W, 848.80 to a concrete monument;

THENCE, S25 degrees 58'53" W, 267.10 feet to an iron pin the northerly margin of Old Hickory Boulevard;

THENCE, with said margin, N71 degrees 53'34" W, 148.09 feet to an iron pin;

THENCE, with Madison Suburban Utility District of record in Deed Book 6514, Page 630, R.O.D.C., the following calls:

N26 degrees 31'12"E, 64.43 feet to an iron pin;

N63 degrees 28'48"W, 50.00 feet to an iron pin;

S26 degrees 31'12"W, 71.82 feet to an iron pin in the northerly margin of Old Hickory Boulevard;

THENCE, with said margin, N71 degrees 53'34" W, 18.13 feet to an iron pin;

THENCE, leaving said margin, with Lot No. 8, Bonnie Brae Subdivision, N25 degrees 58'53"E, 242.31 feet to an iron pin;

THENCE, with the north line of said Lot No 8, S87 degrees 18'19"W, 114.49 feet to a concrete monument;

THENCE, with the north line of Lot No. 7, N64 degrees 01'07" W, 123.55 feet to the point of beginning, containing 835,302 square feet or 19.18 acres, more or less.

Included in the above described tract but expressly excluded therefrom is a water tank site conveyed to Madison Suburban Utility District of record in Deed Book 6514, Page 630, R.O.D.C., more particularly described as follows:

BEGINNING at a point which is S87 degrees 06'18"E, 838.65 feet, S63 degrees 25'54", 15.18 feet and S26 degrees 34'06"W, 3.94 feet from an iron pin in the easterly margin of Nesbitt Lane along Pittco Properties, Inc. southerly line;

THENCE, S08 degrees 47'00"E, 145.00 feet to an iron pin;

THENCE, S81 degrees 13'00"W, 145.00 feet to an iron pin;
THENCE, N08 degrees 47'00"W, 145.00 feet to an iron pin;
THENCE, N81 degrees 13'00"E, 145.00 feet to the point of beginning, containing 21,025 square feet or 0.48 acres, more or less.

Tract II has a net area of 814,227 square feet or 18.70 acres, more or less.