34282
Box 49

SPECIAL WARRANTY DEED

THIS INSTRUMENT PREPARED BY TUKE YOPP & SWEENEY
SUITE 1100, NATIONSBANK PLAZA
414 UNION STREET, NASHVILLE, TN 37219.

GRANTOR: CASA GROUP, L.L.C.

BOOK 10397 PG 967

GRANTEE: BRENTRIDGE APARTMENTS, INC.

Address New Owner as Follows:	**Send Tax Bills:**	**Map Parcel No.**
Brentridge Apartments, Inc. c/o Sentinel Real Estate Corp. 666 Fifth Avenue New York, NY 10103	Brentridge Apartments, Inc. c/o Sentinel Real Estate Corp. 666 Fifth Avenue New York, NY 10103	Map 162 Pracels 65 and 180

****

FOR AND IN CONSIDERATION of the sum of Ten and no/100 DOLLARS ($10.00), cash in hand paid by **BRENTRIDGE APARTMENTS, INC.**, GRANTEE, and other good and valuable consideration, the receipt of which is hereby acknowledged, **CASA GROUP, L.L.C.**, GRANTOR, does hereby bargain, sell and convey to GRANTEE, its successors and assigns the following described parcel of real estate located in Davidson County, Tennessee, more fully described in Exhibit A, attached hereto and made a part hereof by this reference.

The Property is improved property located at Bell Road in Nashville, TN.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

TO HAVE AND TO HOLD the Property with the appurtenances, estate, title and interest thereto belonging to the Grantee, its successors and assigns forever.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The actual consideration or value, whichever is greater, for this transfer is: Thirteen Million Two Hundred Fifty Thousand Dollars

($13,250,000.00.)

Peter H Cummings
Affiant

Sworn to and subscribed before me, this the 31st day of March.

Jan O'Brien
Notary Public

My Commission Expires: 7-26-97

NOTARY PUBLIC AT LARGE DAVIDSON COUNTY

194837.1 3/26/97

Except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject, Grantor does further covenant and bind Grantor, his heirs, successors and assigns to warrant and forever defend the title to the Property to the Grantee, its successors and assigns against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise.

Witness my hand this 28th day of March, 1997.

CASA GROUP, L.L.C.

By: Phoenix Home Life Mutual Insurance Company

By: _____

STATE OF Connecticut)
COUNTY OF Hartford)

Before me, Valerie J. Golebiewski, a Notary Public of said County and State, personally appeared John H. Beers, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged him self to be Vice President (or other officer authorized to execute the instrument) of Phoenix Home Life Mutual Insurance Company, a Member of Casa Group, L.L.C., a limited liability company, the within named bargainor, and that he as such Vice President executed the foregoing instrument for the purposes therein contained, by signing the name of Phoenix Home Life Mutual Insurance Company as a Member of Casa Group, L.L.C.

Witness my hand and seal, at Office, this 28th day of March, 1997.

_____
Notary Public

VALERIE J. GOLEBIEWSKI
NOTARY PUBLIC
MY COMMISSION EXPIRES AUG. 31, 2001

My Commission Expires: _____

NOTARY PUBLIC CONNECTICUT

0289040
IDENTIF. & REFERENCE

97 APR -1 AM 10:06
FELIX Z. WILSON REGISTER
DAVIDSON COUNTY, TN.

194837.1 3/27/97

EXHIBIT A

BOOK 10397 PG 909

Property Description

Land in Davidson County, Tennessee, being Lot No. 1, Phase I, and Lot No. 1, Phase II on the Plan of Brentridge, as shown on plat of record in Plat Book 6250, page 576, in the Register's Office of Davidson County, Tennessee.

Being the same property conveyed to Casa Group, L.L.C., by deed of record in Book 9400, page 179, Register's Office for Davidson County, Tennessee.

BOOK 10397 PG 970

EXHIBIT B

1 1997 Taxes, a lien, which are not yet due and payable. Tax Parcel No. 162-65 & 180

2 Permanent Easement(s) to State of Tennessee, as set forth in Special Warranty Deed recorded in Book 8245, page 675.

3 Storm Water Detention Agreement of record in Book 6629, page 735.

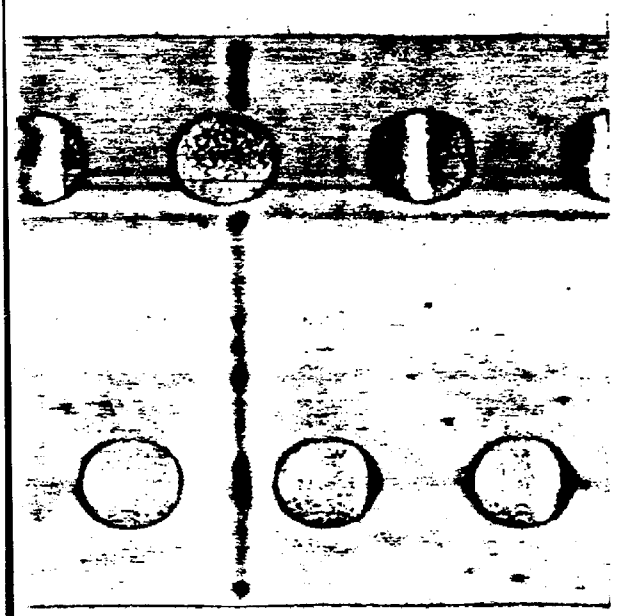
4 All matters shown on Plat recorded in Book 6250, page 576.

5 Rights of tenants in possession as TENANTS ONLY.

6 Survey Number 93133, dated February 12, 1997, prepared by Dale and Associates, Inc., Surveyors indicates the following:

(a) Parking encroachment onto lands of Clara Baker at the westerly corner of Phase II.
(b) Fence encroaches at southwesterly corner of Phase I.
(c) 10' Gravel Drive encroachment at the most southerly corner.
(d) mislocated fence along the boundary of Clara M. Baker.
ALL as more particularly shown on said survey.

3542 04/01 0101 CHECK 49042.00



OFFICIAL RECEIPT

FELIX Z. WILSON, II

REGISTER OF DAVIDSON COUNTY

NASHVILLE, TENNESSEE

RECEIVED OF _____

FOR _____

BOOK 10397 PG 971

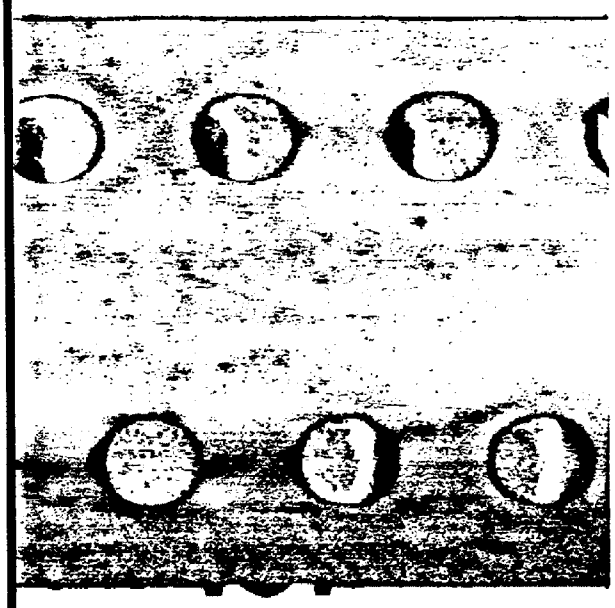
CO - CONVEYANCE	CC - CERTIFIED COPY	MISC - MISCELLANEOUS
MO - MORTGAGE	REL - RELEASE	CO TX - STATE TAX CONVEY
WD - WARRANTY DEED	UCC - UNIFORM COMMERCIAL CODE	MO TX - STATE TAX MORT
TD - TRUST DEED		PRFEE - PROBATE FEE

DATE	SYMBOL	VALUATION	TAX AND FEES	TOTAL PAID
				CAMT 13,250,000.00

CAMT
1325000.00
CON TX 49025.00
PRFEE 1.00
WDEED 16.00
TOTAL 49042.00
CHECK 49042.00

04/01/97 01 10:05 0001 3542

RECEIPT IS NOT VALID UNTIL CHECK IS PAID BY BANK



0289040
IDENTIF. ↑ REFERENCE

97 APR -1 AM 10:06
FELIX Z. WILSON II REGISTER
DAVIDSON COUNTY, TN.

VOID
~~CAMT~~
3543 04/01 0101 03 ~~CHECK~~ 0.00
1325000.00
~~TOTAL 0.00~~
~~CHECK 0.00~~

04/01/97 01 10:06 0001 3543

No.1133815