THIS INSTRUMENT PREPARED BY:
WHITE & REASOR, PLC (CBRJR)
3305 WEST END AVENUE
NASHVILLE, TENNESSEE 37203

QUITCLAIM DEED

ADDRESS NEW OWNER:	SEND TAX BILLS TO:	MAP-PARCEL NOS:
Thompson Place Apartments, L.P. 511 Union Street Suite 2350 Nashville, TN 37219	SAME	MAP: 116-14 PARCEL: 96

FOR NO MONETARY CONSIDERATION, but in accordance with an agreement between the parties of even date herewith, BENJAMIN F. BYRD, JR. and wife, ALLISON CALDWELL BYRD ("Grantors"), have bargained and sold, and do hereby transfer and convey unto THOMPSON PLACE APARTMENTS, L.P., a Tennessee limited partnership ("Grantee"), its successors and assigns forever, an undivided forty-five and 4546/1,000 (45.4546%) percent interest in and to certain real property in the State of Tennessee, County of Davidson, more particularly described in Exhibit "A," which is attached hereto and incorporated herein by reference.

STATE OF TENNESSEE
COUNTY OF DAVIDSON

The consideration actually received for this conveyance as provided in T.C.A. § 67-4-409 is $0.00.

AFFIANT

SUBSCRIBED and sworn to before me this 12TH day of ~~January~~ February, 1999.

Melissa A. Eden
NOTARY PUBLIC

MY COMMISSION EXPIRES:
3-25-00

This is an undivided interest in improved property known as Helena Court Apartments, 527 Belle Meade Boulevard, Nashville, Tennessee 37205.

This undivided interest in property is conveyed subject to taxes, restrictions, and encumbrances as may affect the same, whether of record or not.

IN WITNESS WHEREOF, Grantors have executed this Quitclaim Deed as of January 1, 1999.

GRANTORS:

BENJAMIN F. BYRD, JR.

ALLISON CALDWELL BYRD

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Melissa A. Eden, a Notary Public in and for said State and County, the within named BENJAMIN F. BYRD, JR., with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that he executed the foregoing instrument with full knowledge of its contents and for the purposes therein contained.

WITNESS MY HAND AND OFFICIAL SEAL at Nashville, Tennessee, this 15TH day of ~~January~~ February, 1999.

Melissa A. Eden
NOTARY PUBLIC

MY COMMISSION EXPIRES:
3-25-00

STATE OF TENNESSEE
COUNTY OF DAVIDSON

PERSONALLY APPEARED BEFORE ME, Melissa A. Eden, a Notary Public in and for said State and County, the within named ALLISON CALDWELL BYRD, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged that she executed the foregoing instrument with full knowledge of its contents and for the purposes therein contained.

WITNESS MY HAND AND OFFICIAL SEAL at Nashville, Tennessee, this 15TH day of ~~January~~ February, 1999.

Melissa A. Eden
NOTARY PUBLIC

MY COMMISSION EXPIRES:
3-25-00

LEGAL DESCRIPTION

BEING land in Davidson County, Tennessee, being part of Lot No. 23 on the Map of the First Belle Meade Subdivision, as of record in Plat Book 332, Page 88 and 89, Register's Office for Davidson County, Tennessee, according to a survey dated May 11, 1995, last revised February 25, 1998, by Michael V. Holmes, Tennessee No. 213, of H & H Land Surveying, and more particularly described as follows:

BEGINNING at a point in the westerly margin of Belle Meade Boulevard 383 feet North of the northerly margin of Leake Avenue, being the northeast corner of the property conveyed to Leslie W. Doss, by deed of record in Book 6973, Page 360, said Register's Office, and formerly the Derryberry property; thence leaving the westerly margin South 86° 57' 15" West, 560.09 feet to an iron pin found in the easterly margin of Inquirer Avenue, now closed; thence with the easterly margin of Inquirer Avenue North 04° 22' 03" West, 68.50 feet to an iron pin set; thence North 83° 44' 10" East, 552.55 feet to an iron pin set in the westerly margin of Belle Meade Boulevard and being the southeast property corner of Michael S. Kestner, by deed of record in Book 7392, Page 814, said Register's Office; and thence with the westerly margin of Belle Meade Boulevard South 08° 46' 44" East 100.00 feet to an iron pin set, the point of beginning, containing 46,778.915 square feet or 1.074 acres, more or less, TOGETHER WITH water taps as described in Book 833, page 27, and Book 980, Page 348, said Register's Office.

BEING the same property conveyed to Thompson Place Apartments, L.P., and Benjamin F. Byrd, Jr. and wife, Allison Caldwell Byrd, by a deed of record in Book 10866, Page 195, Register's Office for Davidson County, Tennessee.

THIS IS THE SAME LEGAL DESCRIPTION AS CONTAINED IN PREVIOUS DEED OF RECORD.

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DAVIDSON COUNTY, TN.
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