Box 15

After Recording Return To:
CHICAGO TITLE
INSURANCE CO.
350 N. St. Paul Ste. 250 Main Office
Dallas, Texas 75201 214/720-4000

BOOK 11464 PG. 507

Recorded at the request of and when recorded, mail to:
Robin K. Minick, Esq.
Walden Residential Properties, Inc.
5080 Spectrum Drive Suite 1000 East
Addison, Texas 75001

This instrument prepared by:
Robin K. Minick, Esq.
Walden Residential Properties, Inc.
5080 Spectrum Drive Suite 1000 East
Addison, Texas 75001

Quitclaim Deed
(Brandywine)

Know all men by these presents, that for the consideration of Ten Dollars, and other valuable consideration, **WDN Properties, Ltd., a Texas limited partnership,** does hereby bargain, sell, remise, release, quitclaim and convey unto **Walden/Drever Operating Partnership, L.P., a Delaware limited partnership,** in all right, title or interest following real property located in Davidson County, Tennessee:

See **Exhibit "A"** attached hereto and made a part hereof.

98 MAY -5 PM 2:14
REGISTER'S OFFICE
DAVIDSON COUNTY, TN

05831117
MAP/PARCEL / REFERENCE

State of Texas
County of Dallas

The actual consideration for this transfer is $ -0-.

Affiant

Subscribed and sworn to before me this the 16th day of December 1998.

Notary Public

Cathleen S. Cox
Notary Public, State of Texas
My Comm. Expires 07/28/02

My commission expires 7/28/02
(Affix seal)

This is improved property, known as 5204 Edmonson Pike, Nashville, Tennessee 37211.

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

Dated: Effective October 1, 1997

WDN Properties, Ltd., a Texas limited partnership

By: Walden Residential Properties, Inc., a Maryland corporation, its general partner

By: _____
Robin K. Minick
Senior Vice President

STATE OF TEXAS §
§
COUNTY OF DALLAS §

Before me, Cathleen S. Cox, a Notary Public of the State and County aforesaid, personally appeared Robin K. Minick, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged herself to be Senior Vice President of Walden Residential Properties, Inc., as general partner of WDN Properties, Ltd., the within named bargainor, a partnership, and that she as such being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by herself as Senior Vice President.

Witness my hand and official seal at Dallas, Texas this 16th day of December 1998.

_____
Notary Public

My commission expires: 7/28/02

[SEAL]

Cathleen S. Cox
Notary Public, State of Texas
My Comm. Expires 07/28/02

Address new owner is follows:
Walden/Drever Operating Partnership, L.P.
c/o Walden Residential Properties, Inc.
5080 Spectrum Drive, Suite 1000 East
Addison, Texas 75001-6410

Send tax bills to:
Walden/Drever Operating Partnership, L.P.
c/o Walden Residential Properties, Inc.
5080 Spectrum Drive, Suite 1000 East
Addison, Texas 75001-6410
Map parcel numbers: Map 161, Parcel 208
I:\Finance\Legal\Properties\Brandywine\deed-quitcl-tenn.doc

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

EXHIBIT "A"

Brandywine Apartments

Being a parcel of land in Nashville, First Civil District, Thirty-Second Councilmanic District, Davidson County, Tennessee, located on the easterly side of Edmondson Pike, south of Greentree Drive, being Lot No. 2 as shown on the plan of Sundance, as of record in Book 6250, Page 106, R.O.D.C. and being more particularly described as follows:

BEGINNING at a point in the easterly right-of-way line of Edmondson Pike, said point being southerly 1,323.22 feet from the centerline of Greentree Drive;

THENCE, leaving said right-of-way line with the southerly line of Lot 1 as shown on the aforementioned plan of Sundance the following calls:

S 68 ° 58' 55" E, 33.13 feet to a point;

with a curve to the right 85.36 feet to a point, said curve having a central angle of 13 ° 58' 26", a radius of 350.00 feet, a tangent of 42.89 feet and a chord of S 61 ° 59' 42" E, 85.15 feet;

S 55 ° 00' 29" E, 54.76 feet to a point;

S 73 ° 11' 57" E, 64.80 feet to a point;

with a curve to the left 262.87 feet to a point; said curve having a central angle of 80 ° 19' 33", a radius of 187.50 feet, a tangent of 158.24 feet and a chord of S 38 ° 39' 20 " E, 241.86 feet;

S 78 ° 49' 06" E, 24.86 feet to a point;

with a curve to the left 224.69 feet to a point; said curve having a central angle of 60 ° 34' 55", a radius of 212.50 feet, a tangent of 124.13 feet and a chord of N 70 ° 53' 27" E, 214.36 feet;

N 40 ° 35' 59" E, 73.87 feet to a point;

with a curve to the right 436.36 feet to a point; said curve having a central angle of 64 ° 31' 10", a radius of 387.50 feet, a tangent of 244.59 feet and a chord of N 72 ° 51' 34" E, 413.66 feet;

N 57 ° 10' 23" E, 50.29 feet to a point;
S 76 ° 09' 09" E, 278.30 feet to a point;
N 07 ° 47' 48" W, 205.49 feet to a point;
N 21 ° 15" 02" E, 193.13 feet to a point;
S 89 ° 55' 34" E, 217.45 feet to a point in the westerly line of McMurray Hills as of record in Book 3700, Page 5, R.O.D.C.;

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

EXHIBIT "A" (Continued)

THENCE, with said line the following calls:

S 00° 26' 05" W, 60.47 feet to a point
S 01° 28' 54" W, 478.72 feet to a point;
S 00° 31' 25" W, 224.98 feet to a point;
S 00° 11' 42" W, 150.16 feet to a point;

THENCE, with the westerly line of McMurray Place, Section Two as of record in Book 5200, Page 440, R.O.D.C., S 00° 29' 36" W, 131.64 feet to a point;

THENCE, leaving said line with the northerly line of property conveyed to Alice H. Brachey by deed of record in Book 4375, Page 727, R.O.D.C., N 88° 23' 30" W, 249.86 feet to a point;

THENCE, with the northerly line of property conveyed to Gertrude T. Ezell by deed of record in Book 6749, Page 459, R.O.D.C., S 72° 14' 49" W, 285.34 feet to a point;

THENCE, with the northerly line of Lot 1 as shown on the plan of Resubdivision of Phase One, Country Place as of record in Book 4675, Page 65, R.O.D.C. the following calls:

N 58° 56' 18" W, 660.32 feet to a point;
S 86° 45' 33" W, 155.04 feet to a point;
S 11° 36' 21" W, 79.92 feet to a point;
N 78° 13' 00" W, 444.44 feet to a point in the easterly right-of-way line of Edmondson Pike;

THENCE, with said right-of-way line N 11° 38' 00" E, 358.92 feet to a point;

THENCE, continuing with said line with a curve to the right 136.88 feet to the point of beginning, said curve having a central angle of 02° 46' 11", a radius of 2,831.57 feet, a tangent of 68.45 feet and a chord of N 13° 01' 06" E, 136.87 feet.

Containing 980,250 square feet or 22.50 acres, more or less.

Being the same property conveyed to WDN Properties, LTD, a Texas limited partnership, by deed from Woodwinds, LTD, a Texas limited partnership, of record in Book 10170, page 236, Register's Office for Davidson County, Tennessee.

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

05 0101 02CHECK 22.00