Instr:200002080013061 Page: 1 OF 6
REC'D FOR REC 02/08/2000 2:35:07PM
RECORD FEE: $26.00
M. TAX: $0.00 T. TAX: $0.00

Berkley Hills, Tennessee

This instrument prepared by:

Arent Fox Kintner Plotkin & Kahn, PLLC
1050 Connecticut Avenue, N.W.
Washington, D.C. 20036-5339
c/o Daniel J. Kirsch, Esquire

LandAmerica Financial Group
7557 Rambler Rd.
Suite 1200
Dallas, TX 75231
Attn: Allyson Shirar

Quitclaim Deed

The undersigned Grantor declares:

Documentary Transfer Tax is $0.00. There is no consideration associated with the transfer of the subject property and this instrument is solely for the purpose of effectuating a mere change in the identity of the owner pursuant to 67 T.C.A. Sec. 4-408(a)(4), as the Grantor and Grantee in this conveyance are comprised of the same parties who directly and indirectly continue to own the same proportionate beneficial interests in the property.

Know all men by these presents, that Berkley Hills Associates, a Tennessee general partnership, for and in consideration of zero dollars, does hereby bargain, sell, remise, release, quitclaim and convey unto WXI/MCN Multifamily Real Estate Limited Partnership, a Delaware limited partnership, the following described real estate located in the County of Davidson, State of Tennessee, to wit:

See Exhibit A attached.

This is unimproved ( ) property, known as 300 Berkley Drive
improved (/) Madison, Tennessee

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.

The remainder of this page is left intentionally blank.

Send tax bills to:

Archon Group c/o Frank Butler
600 E. Las Colinas Blvd., Suite 400
Irving, TX 75039

Map parcel numbers:

51-12-80

Witness our hand this 31st day of January, 2000, the corporate party, if any, having caused its name to be signed hereto by its duly authorized officers on said day and date.

Berkley Hills Associates,
a Tennessee general partnership

By: WXI/MCN Gen-Par, I, L.L.C., a Delaware limited liability company, its general partner

By: WXI/McN Realty, L.L.C., a Delaware limited liability company, its managing member

By: _____
Name: Jonathan A. Langer
Title: Vice President

State of New York
County of New York

Before me, LaShanta Johnson, a Notary Public of the State and County aforesaid, personally appeared Jonathan A. Langer, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged his/herself to be Vice President of WXI/McN Realty L.L.C., a Delaware limited liability company, as managing member of WXI/MCN Gen-Par I, L.L.C., a Delaware limited liability company, the general partner of Berkley Hills Associates, a Tennessee general partnership, and that he/she as such Vice President being authorized so to do, executed the foregoing instrument for the purpose therein contained, by signing the name of the corporation by his/herself as Vice President,

Witness my hand and official seal, at office in New York City this 31st day of January, 2000.

Notary Public

LASHANTA JOHNSON
Notary Public, State of New York
No. 01JO6013809
Qualified in New York County
Commission Expires Sept. 28, 2000

My commission expires: 9/28/00

State of NewYork
County of NewYork

The actual consideration, for this transfer is $0.00.

Affiant

Subscribed and sworn to before me this 31st day of January 2000

Notary Public

LASHANTA JOHNSON
Notary Public, State of New York
No. 01JO6013809
Qualified in New York County
Commission Expires Sept. 28, 2000

My commission expires: 9/28/00
(Affix seal)

LASHANTA JOHNSON NOTARY PUBLIC STATE OF NEW YORK

Address new owner(s) as follows:

100 Crescent Court
Suite 1000
Dallas, Texas 75201

EXHIBIT A

Berkley Hills Apartments/AG#47
300 Berkley Drive
Madison, TN

Land lying in the 11th Civil District of Nashville, Davidson County, Tennessee, bounded on the west by Morningside Heights Subdivision as recorded in Plat Book 1130, page 76, at the Register's Office for Davidson County, Tennessee (R.O.D.C., Tn), on the east by the resubdivision of Lots 22 through 32, Montague Subdivision, Plat Book 421, page 141, at the Register's Office for Davidson County, Tennessee (R.O.D.C., Tn), located south of Due West Avenue, and lying generally east of Gallatin Road, and being more particularly described as follows:

BEGINNING at a concrete monument found in the southeasterly most corner of said Morningside Heights and the southwesterly most corner of the parcel herein described;

Thence, N 16 deg. 00' 17" E, 739.03 feet to an iron pin set;

Thence, S 87 deg. 29' 26" E, 185.00 feet to an iron pin set;

Thence, S 75 deg. 43' 26" E, 114.90 feet to an iron pin found;

Thence, S 65 deg. 33' 26" E, 114.16 feet to an iron pin found;

Thence, S 54 deg. 17' 26" E, 722.23 feet to an iron pin set;

Thence, S 35 deg. 20' 34" W, 15.26 feet to an iron pin found;

Thence, S 54 deg. 17' 26" E, 148.15 feet to an iron pin set;

Thence, S 32 deg. 58' 34" W, 445.35 feet to an iron pin set;

Thence, N 64 deg. 39' 00" W, 294.49 feet to an iron pin found;

Thence, S 36 deg. 31' 00" W, 81.50 feet to an iron pin found;

Thence, N 74 deg. 29' 00" W, 772.92 feet to the POINT OF BEGINNING.

BEING the same property conveyed to Berkley Hills Associates, a Tennessee General Partnership, by Deed of Record in Book 7695, page 304, Register's Office for Davidson County, Tennessee.