THIS INSTRUMENT PREPARED BY:
Marsha J. DeMay, Esq.
Mayer, Brown & Platt
190 S. LaSalle Street
Chicago, Illinois 60603

STATE OF ~~TENNESSEE~~ ILLINOIS

COUNTY OF ~~DAVIDSON~~ COOK

The actual consideration or value, whichever is greater, for this transfer is $16,280,000.00
$ ~~XXXXXXXXXXXXXXXX~~

Affiant

Sworn to and subscribed before me this 7th day of JUNE, 2000.

Notary Public

"OFFICIAL SEAL"
Shelia E. Pyburn
Notary Public, State of Illinois
My Commission Exp. 08/07/2000

Instr:20000613005914? Page: 1 OF 9
REC'D FOR REC 06/13/2000 2:52:45PM
RECORD FEE: $39.00
M. TAX: $0.00 T. TAX: $60236.00

OWNER:

SFC Properties, Inc.
c/o Global Securitization Services, LLC
114 West 47th Street, Suite 1715
New York, NY 10036

RESPONSIBLE TAXPAYER:

SAME

MAP/PARCEL NOS.:

Map 163
Parcel 100

SPECIAL WARRANTY DEED
Cameron Overlook

THIS INDENTURE, made this 7th day of June, 2000, between SCA NORTH CAROLINA LIMITED PARTNERSHIP, First Party, and SFC PROPERTIES INC., Second Party:

WITNESSETH

THAT said First Party, for and in consideration of the sum of ONE AND NO/100 DOLLAR ($1.00) and other good and valuable considerations in hand paid by Second Party, the receipt of which is hereby acknowledged, has granted, bargained, sold and conveyed, and does hereby grant, bargain, sell and convey unto the said Second Party, its successors and assigns, the following described premises, with the hereditaments and appurtenances thereto appertaining, hereby releasing all claims to homestead and dower there in:

(SEE PROPERTY DESCRIPTION ON EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF)

BEING the same property conveyed to the First Party by General Warranty Deed dated March 28, 1996, recorded in Warranty Book 9994 page 652 in the Davidson County Register's Office and by General Warranty Deed dated March 28, 1996 and recorded in Warranty Book 9994, page 658 in the Davidson County Register's Office and by General Warranty Deed dated March 28, 1996 and recorded in Warranty Book 9994, page 663 in the Davidson County Register's Office and by General Warranty Deed dated March 28, 1996 and recorded in Warranty Book 9994, page 667 in the Davidson County Register's Office and by Quitclaim Deed dated March 28, 1996 and recorded in Warranty Book 9994, page 672 in the Davidson County Register's Office.

This is improved property known as Cameron Overlook Apartments, 727 Bell Road, Nashville, Tennessee.

THIS CONVEYANCE is made subject to the restrictions, easements and building setback lines as shown on the plat of record in Book 9700, Page 121, in the Register's Office of Davidson County, Tennessee and the facts shown on the Plat of survey by Ragan-Smith-Associates, Inc., dated January 27, 1997, last revised April 17, 2000, Job No. 94-146, together with the hereditaments and appurtenances thereto appertaining, hereby releasing all claims of every nature therein.

TO HAVE AND TO HOLD the same unto the said Second Party, its successors and assigns, together with all of the rights and interest thereunto belonging, in fee simple forever.

The First Party covenants that it is lawfully seized and possessed of said land in fee simple, has a good right to convey it and the same is unencumbered, except as otherwise set out herein, and we do further covenant and bind ourselves, our successors and assigns to warrant and defend the title to said premises unto the said Second Party, its successors and assigns, against the lawful claims and demands of all persons claiming by reason of actions of the First Party but no further or otherwise.

Whenever in this instrument a pronoun is used, it shall be construed to represent either singular or plural, as the case may demand.

IN WITNESS WHEREOF, the said First Party has executed this instrument or caused the same to be executed the day and year first above written.

SCA NORTH CAROLINA LIMITED PARTNERSHIP

By: SCA-NORTH CAROLINA (1) INCORPORATED, a Maryland corporation, its general partner

By: _____

Name: Caroline Brower

Title: Senior Vice President

STATE OF)
)
) ss.
COUNTY OF)

Personally appeared before me, the undersigned authority, a Notary Public in and for said County and State Carolyne Bower, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence) and who acknowledged ~~[him]~~ [her] to be the Senior Vice Pres. 1st of SCA-NORTH CAROLINA (1) INCORPORATED, a Maryland corporation and general partner of SCA NORTH CAROLINA LIMITED PARTNERSHIP, the within named bargainor, a limited partnership, and that [s]he as such Senior Vice Pres. 1st, being authorized to do so, executed the within instrument for the purposes therein contained, by signing the name of the limited partnership by [him][her]self Senior Vice Pres. 1st

WITNESS my hand and official seal at office in Davidson County, Tennessee this 7th day of June, 2000.

Shelia E. Pyburn
Notary Public

My Commission expires:

08-07-00

"OFFICIAL SEAL"
Shelia E. Pyburn
Notary Public, State of Illinois
My Commission Exp. 08/07/2000

1015991.1 60700 1423C 00609773

Cameron Overlook, Tennessee

EXHIBIT A

Legal Description

[See attached]

Exhibit "A"

PROPERTY DESCRIPTION
TOTAL - TRACT

A tract of land in the Twenty-eighth Councilmanic District of Metropolitan Nashville and Davidson County, Tennessee being part of Lot 1 on the Final Plat of "The Overlook At Hickory Hollow" of record in Book 9700, Page 121, Register's Office for Davidson County, Tennessee and being more particularly described as follows:

Beginning at an iron rod (old) on the westerly right-of-way line of Bell Road, (right-of-way varies), said pin being situated S36°34'29"W, 591.27' feet from the centerline intersection of Bell Road & Zelida Avenue; Thence,

1. With an offset in the right-of-way of Bell Road, N85°15'45"W passing an iron rod (old) at 29.44 feet at said offset and with the north line of lot J-5 as shown on the plan entitled "Hickory Hollow Terrace" as of record in plat book 5200, page 697, R.O.D.C., Tennessee a total distance of 574.65 feet to an iron rod (old); Thence,

2. With the east line of the WILLIAM T. WELLS & wife PATSY R. WELLS property as recorded in deed book 4688, page 444, R.O.D.C., Tennessee and with a Boundary Line Agreement, between Patricia A. Wells & William T. Wells & Patsy R. Wells, dated September 15, 1995, N07°52'23"E, 834.33 feet to an iron rod (old); Thence,

3. Continuing with the east line of the Wells property and with said Boundary Line Agreement, N29°45'04"W, 681.36 feet to an iron rod (old), in the southeasterly right-of-way line of Rural Hill Road, (a 50-foot wide road); Thence,

4. With the southeasterly right-of-way line of Rural Hill Road, N64°27'35"E, 100.49 feet, to an iron rod (old); Thence,

5. Continuing with said right-of-way line, 32.86 feet along the arc of a curve to the left that has a radius of 390.00 feet to an iron rod (old) at the northwest corner of the Karen Leigh Wade property as of record in Deed Book 10335, Page 1, R.O.D.C., Tennessee, said curve has a chord bearing and distance of N62°02'38"E, 32.85 feet; Thence,

6. With the property lines of said Karen Leigh Wade, S 41°40'55" E, 382.06 feet to an iron rod (old); by a wood fence post; Thence,

7. N 55°58'10" E, 151.84 feet to an iron rod (old) by a wood fence post; Thence,

8. N 32°39'37" W, 349.87 feet to an iron rod (old) by a wood fence post, said iron rod being on the southerly property line of Walter W. Wyckoff as of record in Deed Book 5899, Page 194, R.O.D.C., Tennessee the same being the southerly property line of Lot 2 as shown on the plan

entitled "Rural Hill Acres" as recorded in Plat Book 5210, Page 83, R.O.D.C., Tennessee; Thence,

9. With the southerly property line of said Walter W. Wyckoff, S 82°49'00" E, 495.25 feet to an iron rod (old); Thence,

10. Continuing with the southerly line of the Walter W. Wyckoff property, S 82°55'38" E, 51.71 feet to an iron rod (old); Thence,

11. With the east line of the Wyckoff property, N 00°15'54" W, 324.46 feet to an iron rod (old); Thence,

12. With the south line of the Jerry D. Cupit property as recorded in Deed Book 8142, Page 592, R.O.D.C., Tennessee the same being the south line of lot 1 as shown on the plan entitled "Rural Hill Acres" as recorded in plat book 5210, page 83, R.O.D.C., Tennessee, N85°04'44"E, 169.61 feet to an iron rod (old); Thence,

13. With the easterly line of the Jerry D. Cupit property, the same being the easterly line of lot 1 of the aforementioned "Rural Hill Acres", N14°31'07"W, 119.30 feet to an existing metal fence post; Thence,

14. Continuing with said easterly line, N36°15'45"W, 104.57 feet to an iron rod (old); Thence,

15. Continuing with said easterly line, N18°37'21"W, 101.29 feet to an iron rod (old); Thence,

16. Continuing with said easterly line, N26°40'41"E, 36.24 feet to an iron rod (old); Thence,

17. Continuing with said easterly line, N28°07'53"W, 65.51 feet to an iron rod (old); Thence,

18. With the southerly line of the Preston A. Finney property as recorded in deed book 8832, page 694, R.O.D.C., Tennessee & the southerly line of lots 3 & 1 as shown on the plan entitled "Hickory Highlands Apartments" as recorded in plat book 6900, page 729, R.O.D.C., Tennessee, N61°19'11"E, 360.69 feet to an iron rod (old); Thence,

19. Continuing with the southerly line of lot 1, the same being the Metropolitan Government Library property as recorded in deed book 7677, page 59, R.O.D.C., Tennessee S61°58'10"E 446.44 feet to an iron rod (old) in the westerly right-of-way line of Bell Road; Thence,

20. With the westerly right-of-way line of Bell Road, 428.33 feet along the arc of a curve to the left that has a radius of 1477.50 feet to an iron rod (new), said curve has a chord bearing and distance of S27°48'51"W, 426.83' feet; Thence,

21. 155.47 feet along the arc of a curve to the left that has a radius of 1474.39 feet to an iron rod (new), said curve has a chord bearing and distance of S18°39'22"W 155.40 feet; Thence,

22. N83°49'33"W 7.00 feet to an iron rod (new); Thence,

23. S05°45'27"W 24.27 feet to an iron pin (new); Thence

24. 131.42 feet along the arc of a curve to the left that has a radius 1477.43 feet to an iron rod (new), said curve has a chord bearing and distance of S11°55'12"W 131.37 feet; Thence,

25. S09°23'01"W 41.08 feet to an iron rod (new); Thence,

26. N83°32'32"W 1.57 feet to an iron rod (new); Thence,

27. S06°16'13"W 39.00 feet to an iron rod (new); Thence,

28. S09°11'25"W 41.01 feet to an iron rod (new); Thence,

29. S09°11'38"W 311.95 feet to an iron rod (new); Thence,

30. S11°09'46"W 12.70 feet to an iron rod (new); Thence,

31. N63°47'46"E 2.68 feet to an iron rod (new); Thence,

32. S09°23'01"W 389.26 feet to an iron rod (new); Thence,

33. 231.11 feet along the arc of a curve to the right that has a radius of 1390.39 feet to an iron rod (new), said curve has a chord bearing and distance of S14°08'44"W 230.84 feet; Thence,

34. S88°40'20"W 25.51 feet to an iron rod (new); Thence,

35. S20°01'56"W 36.00 feet to an iron rod (new); Thence,

36. S48°35'15"E 25.52 feet to an iron rod (new); Thence,

37. In a southerly direction 73.16 feet along the arc of a curve to the right that has a radius of of 1390.40 feet to an iron rod (new), said curve has a chord bearing and distance of S22°39'53"W 73.15 feet; Thence,

38. 23.24 feet along the arc of a curve to the right that has a radius of 1382.40 feet to an iron rod (new), said curve has a chord bearing and distance of S26°55'11"W 23.24 feet; Thence,

39. S37°48'31"W 55.29 feet to an iron rod (new); Thence,

40. S28°26'05"W 51.11 feet to an iron rod (new); Thence,

41. S11°16'08"W 19.24 feet to an iron rod (new); Thence,

42. In a southwesterly direction 138.05 feet along the arc of a curve to the right that has a radius of 1382.40 feet to an iron rod (new), said curve has a chord bearing and distance of S35°24'11"W 137.99 feet; Thence,

43. S38°15'45"W 198.00 feet to the point of beginning and containing 1,793,347 square feet or 41.170 acres more or less as calculated by the above courses and distances which were determined pursuant to the accuracy standards as adopted by ALTA, NSPS, and ACSM.