THIS INSTRUMENT PREPARED BY: Jonathan R. Shils, Esq.
Powell, Goldstein, Frazer & Murphy LLP
191 Peachtree Street, N.E.
Atlanta, GA 30303

FROM: Trinity Hills Village Apartments Limited Partnership, a Tennessee limited partnership

TO: Trinity Hills, L.P., a Tennessee limited partnership

Address New Owner as follows:

c/o First Cumberland Properties
5020 Harpeth Drive
Brentwood, Tennessee 37207

Send Tax Bills to:

Same

Tax-Parcel No.

Map 059-16
Parcel 246+247

STATE OF Tennessee)
COUNTY OF Davidson)

The actual consideration or value, whichever is greater, for this transfer is $10.00.

Affiant

Subscribed and sworn to before me, this the ~~21st~~ day of December, 2000.

Notary Public

My Comm. Expires: 5/28/03

Davidson County DEEDQC
Recvd: 01/02/01 12:21 4pgs
Fees:18.00 Taxes:0.00

20010102-0000390

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QUITCLAIM DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named GRANTEE, and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Trinity Hills Village Apartments Limited Partnership, a Tennessee limited partnership, hereinafter called "GRANTOR", by these presents does quitclaim unto Trinity Hills, L.P., a Tennessee limited partnership, hereinafter called "GRANTEE", its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, as described on Exhibit "A" (the "Property"), and all of Grantor's rights, title and interest in any prescriptive easement or other easements it may have for access, ingress and egress to Old Matthews Road (also known as Manilla Street) over that portion of East Nocturne Drive which is adjacent to the southeastern boundary of the Property:

Said property is transferred subject to the limitations, restrictions, and encumbrances as may affect the Property.

WITNESS its hand this 27th day of December, 2000.

TRINITY HILLS VILLAGE APARTMENTS LIMITED PARTNERSHIP, a Tennessee limited partnership

By: The National Housing Partnership, a District Columbia limited partnership, as General Partner

By: National Corporation for Housing Partnerships, a District of Columbia corporation, as its General Partner

By: _____
Lance J. Graber
Executive Vice-President

STATE OF NEW YORK)
COUNTY OF NEW YORK)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared Lance J. Graber, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who upon oath acknowledged himself to be Executive Vice-President of National Corporation for Housing Partnerships, a District of Columbia corporation ("NCHP"), in its capacity as General Partner of The National Housing Partnership, a District of Columbia limited partnership ("NHP"), in its capacity as General Partner of Trinity Hills Village Apartments Limited Partnership, a Tennessee limited partnership, the within named bargainor, and that he as such Executive Vice President, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of the NCHP in its capacity as General Partner of NHP, and on its behalf, in its capacity as General Partner of the bargainor, and on its behalf, by himself as Executive Vice-President of NCHP.

Witness my hand and seal, at office in NEW YORK STATE, this the 20TH day of DECEMBER, 2000.

NOTARY PUBLIC

My Commission Expires:_____

CARLOS JORDAN
NOTARY PUBLIC, State of New York
No. 01JO4890568 Qual. Queens County
Commission Expires April 27, 2001

EXHIBIT "A"

Description

BEING a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee, located in the northeast quadrant of the intersection of East Nocturne Drive and Old Matthews Road being Phase I as shown on Trinity Hills Village Apartments of record in Plat Book 4675, Page 80, R.O.D.C., and being more particularly described as follows:

BEGINNING at a point in the east margin of Old Matthews Road, said point being N03 degrees 18°00"E, 40.25 feet from a concrete monument in the south margin of East Nocturne Drive;

Thence, with the east margin of Old Matthews Road, N03 degrees 18°00"E, 267.93 feet to an iron pin;
Thence, N06 degrees 20°00"E, 480.42 feet to an iron pin;
Thence, leaving said margin with the southerly line of Capitol Properties of record in Deed Book 6956, Page 582, R.O.D.C., S83 degrees 40°00"E, 50.00 feet ot an iron pin;
Thence, N06 degrees 20°00"E, 50.00 feet to an iron pin;
Thence, with a curve concave to the north having a central angle of 35 degrees 02°54", a radius of 275.00 feet and a chord of N88 degrees 50°58"E, 165.61 feet for an arc length of 168.22 feet to a point;
Thence, N71 degrees 19°00"E, 188.55 feet to a point;
Thence, with a curve concave to the south having a central angle of 110 degrees 00°00", a radius of 225.00 feet and a chord of S53 degrees 41°00", 368.62 feet to a point;
Thence, S01 degrees 19°00"W, 55.56 feet to a point in the centerline of East Nocturne Drive;
Thence, with said centerline and curve to the south having a central angel of 47 degrees 08°06", a radius of 578.38 feet for a chord of S65 degrees 16°03"W, 462.51 feet for an arc length of 475.8 feet to a point;
Thence, S41 degrees 42"W, 516.33 feet to the point of beginning, containing 307,589 square feet or 7.06 acres, more or less.

THIS BEING THE SAME PROPERTY AS DESCRIBED IN DEED BOOK 4621, PAGE 733, R.O.D.C.