Box 49

New Owners Address:	Send Tax Bills To:	Tax Parcel No.:
New Plan (125) Hickory Lane Apartments, LLC 3940 Apache Trail Antioch, Tennessee 37013	New Plan (125) Hickory Lane Apartments, LLC 3940 Apache Trail, Antioch, Tennessee 37013	148-172 148-158

Davidson County DEEDQC
Recvd: 08/01/01 12:29 7pgs
Fees:37.00 Taxes:0.00



20010801-0081469

QUITCLAIM DEED

IN CONSIDERATION of One Dollar ($1.00) cash in hand paid and other valuable consideration, the receipt and sufficiency of which is hereby acknowledged, NP OF TENNESSEE, L.P., a Delaware limited partnership, having its principal place of business at 1120 Avenue of the Americas, New York, NY 10036, ("Grantor"), do hereby grant, sell, transfer, convey and forever quitclaim unto NEW PLAN (125) HICKORY LANE APARTMENTS, LLC, a Delaware limited liability company, having its principal place of business at 3940 Apache Trail, Antioch, Tennessee 37013, ("Grantee"), all of the Grantor's right, title and interest in and to the following described real estate:

IN THE CITY OF Nashville, Davidson COUNTY, TENNESSEE:

See Exhibit A attached hereto and made a part hereof.

The foregoing description is the same description as in the prior Deed.

Grantor, by itself and its successors and assigns, hereby disclaims all covenants, representations and warranties however arising, whether express, implied, statutory or otherwise and Grantee accepts the Property without any covenants, representation or warranty by Grantor.

Notwithstanding any provision herein to the contrary, Grantor makes no warranties of any nature or kind, whether statutory, express, implied or otherwise, with respect to the physical or environmental condition of the Property and Grantee, by acceptance of this Deed, accepts the Property "AS IS" and "WITH ALL FAULTS," without any representation or warranty by Grantor.

Reference for prior title is made to Deed recorded in ~~Book _____, Page~~ Instrument No. 200105180051836 _____ in the Register's Office of Davidson County, Tennessee.

IN WITNESS WHEREOF, the Grantor has executed this Quitclaim Deed this 9th day of May, 2001.

Grantor:

NP OF TENNESSEE, L.P., a Delaware limited partnership

By: NEW PLAN OF TENNESSEE, INC., a Delaware corporation, its general partner

By: _____
Name: Steven F. Siegel
Title: Senior Vice President

THIS INSTRUMENT PREPARED BY:

Steven F. Siegel, General Counsel
New Plan Excel Realty Trust, Inc.
1120 Avenue of the Americas
New York, New York 10036
(212) 869-3000

STATE OF New York)
COUNTY OF New York)

Before me, Madelin Alvarado, of the state and county aforesaid, personally appeared Steven F. Siegel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Senior Vice President, of the within named bargainor, a corporation, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as such officer.

WITNESS my hand and seal at office in NY, NY, this 9th day of May, 2001.

Madeline Alvarado
Notary Public

My commission expires:

[Affix Notarial Seal]

MADELINE ALVARADO
Notary Public, State of New York
No. 01AL5084019
Qualified in New York County
Commission Expires Aug. 25, 2001

AFFIDAVIT OF VALUE

I hereby swear or affirm that the actual consideration for this transfer is $0.00.

AFFIANT:

NEW PLAN (125) HICKORY LANE APARTMENTS, LLC

By: NP (125) HICKORY LANE APARTMENTS MEMBER, LLC, its Managing Member

By: NP OF TENNESSEE L.P., its Sole Member

By: NEW PLAN OF TENNESSEE, INC., its General Partner

By: _____
Name: Steven F. Siegel
Title: Senior Vice President

STATE OF New York)
COUNTY OF New York)

Before me, Madeline Alvarado, of the state and county aforesaid, personally appeared Steven F. Siegel, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged himself to be the Senior Vice President, of the within named bargainor, a corporation, and that he as such officer, being authorized so to do, executed the foregoing instrument for the purpose therein contained by signing the name of the corporation by himself as such officer.

WITNESS my hand and seal at office in NY, NY, this 9th day of May, 2001.

Madeline Alvarado
Notary Public

My commission expires:

_____

[Affix Notarial Seal]

MADELINE ALVARADO
Notary Public, State of New York
No. 01AL5084019
Qualified in New York County
Commission Expires Aug. 25, 2001

Exhibit A

Legal Description

#125
1 of 3

EXHIBIT A

(PROPERTY DESCRIPTION)

Two tracts of land in the 31st Councilmanic District of Metro Nashville-Davidson County, Tennessee and recorded as Tracts 1 and 2 on the Plan of Sherwood Lake as of record in Book 4675, Page 92, Register's Office of Davidson County, Tennessee, and being more particularly described as follows:

TRACT NO. 1: BEGINNING at a existing iron pin found on the southwesterly right of way line of Apache Trail at the common corner of the herein described Tract 1 and the southeasterly corner of Lot No. One of the Revised and Corrected Plan of Phillips 66 Park as of record in Book 5190, Page 194 R.O.D.C., Tennessee, said iron pin being 626.00 feet from the southerly end of the westerly return curve at Apache Trail and Haywood Lane as measured along the southwesterly right of way of Apache Trail and proceeding as follows:

1. With the southerly right of way line of said Apache Trail and the arc of a curve to the left 353.72 feet having a radius of 680.00 feet a central angle of 29°48'14" and a chord bearing and distance of S 60°23'27" E, 349.75 feet to a set iron pin at the point of tangency; thence,

2. S 75°17'34" E, 65.00 feet to a set iron pin; thence,

3. along the arc of a curve to the left 604.46 feet having a radius of 1906.40 feet, a central angle of 18°10'00" and a chord bearing and distance of S 84°22'34" E. 601.93 feet to a set iron pin at the point of tangency; thence,

4. N 86°32'26" E. 346.25 feet to a set iron pin; thence,

5. along the arc of a curve to the right 200.01 feet, having a radius of 720.68 feet, a central angle of 15°54'06" and a chord bearing and distance of S 85°30'31" E. 199.37 feet to a set iron pin at the point of intersection with a non-tangent line, same being a corner of the Bavaria Apartments of record in Book 4460, Page 93, R.O.D.C., Tennessee; thence,

6. Departing the southerly right of way line of said Apache Trail, and with the line of said Bavaria Apartments S 42°38'05" W, 57.45 feet to a found iron pin; thence,

7. S 07°54'29" W, 214.57 feet to a found iron pin; thence,

8. S 10°02'00" W, 265.35 feet to a found iron pin; thence,

9. S 32°55'14" W, 132.50 feet to a found iron pin; thence,

10. Continuing with the line of said Bavaria Apartments (in part) and with the northerly line of Cedar Hill Apartments of record in Book 4955, Page 28, R.O.D.C., Tennessee (in part) N 86°52'56" W. 590.44 feet to a found iron pin at the southeasterly corner of Chris Anton property of record in Deed Book 1264, Page 145 R.O.D.C., Tennessee; thence,

11. With the easterly line of Anton, N 06°16'51" W. 414.41 feet to a set iron pin, the northeasterly corner of Anton; thence,

12. With the northerly line of Anton, S 88°41'54" W, 486.66 feet to a set iron pin, same being the common corner of Anton and Blanchard Heights, Section 3, of record in Book 3106, Page 140 R.O.D.C., Tennessee; thence,

13. With the northerly line of said Blanchard Heights Section 3, N 89°00'19" W, 340.35 feet to a found iron pin in the easterly line of Blanchard Heights of record in Book 2663, Pages 61 and 62, R.O.D.C., Tennessee; thence,

14. With the easterly line of said Blanchard Heights, N 02°39'07" E, 287.30 feet to a set iron pin; thence,

15. along the arc of a curve to the left 70.26 feet having a radius of 200.00 feet, a central angle of 20°07'42" and a chord bearing and distance of N 07°24'44" W, 69.90 feet to a set iron pin at the point of intersection with a non-tangent line, same being the above mentioned Lot No. 1, Phillips 66 Park; thence,

16. With the line of said Lot No. 1, N 60°41'00" E. 153.42 feet, to the POINT OF BEGINNING; Containing 15.61 acres of land, more or less.

TRACT NO. 2: BEGINNING at a found iron pin on the northeasterly right of way line of Apache Trail same being the common corner of the herein described Tract and the southwesterly corner of Lot No. 1 of the Resubdivision of Reserved Parcel "A", Phillips 66 Park as recorded in Book 4885, Page 179, R.O.D.C., Tennessee, said iron pin being 596.66 feet southeasterly from the southerly end of the easterly return curve of Apache Trail and Haywood Lane as measured along the right of way of said Apache Trail and proceeding as follows:

1. With the southerly line of Said Lot No. 1, N 60°41'00" E, 701.65 feet to a set iron pin on the southerly right of way line of Interstate 24; thence,

2. With the southerly right of way line of Interstate 24, S 56°39'21" E, 483.10 feet to a found iron pin; thence,

3. S 67°59'31" E, 441.98 feet to a found iron pin; thence,

4. S 64°12'01" E, 154.12 feet to a found iron pin same being the corner of John Hancock Mutual Insurance Company property as recorded in Deed Book 4469, Page 662, R.O.D.C., Tennessee; thence,

5. With the westerly line of said John Hancock property S 42°18'30" W, 92.59 feet to a found iron pin on the northerly right of way line of said Apache Trail; thence,

6. With the northerly right of way line of said Apache Trail, and along the arc of a curve to the left 250.61 feet having a radius of 780.68 feet, a central angle of 18°23'35", and a chord bearing and distance of N 84°15'47" W, 249.54 feet to a set iron pin as the point of tangency; thence,

7. S 86°32'26" W, 346.25 feet to a set iron pin; thence,

8. Along the arc of a curve to the right 585.43 feet, having a radius of 1846.40 feet, a central angle of 18°10'00", and a chord bearing and distance of N 84°22'34" W, 582.99 feet to a set iron pin at the point of tangency; thence,

9. N 75°17'34" W, 65.00 feet to a set iron pin; thence,

10. Along the arc of a curve to the right 305.04 feet, having a radius of 620.00 feet, a central angle of 28°11'21", and a chord bearing and distance of N 61°11'53" W, 301.97 feet to the POINT OF BEGINNING; Containing 10.52 acres of land, more or less.

Begin the same land conveyed to Erie Properties from the Nashville Limited Partnership, an Indiana Limited Partnership by deed recorded in Deed Book 5680, Page 326, R.O.D.C., Tennessee, and subsequently conveyed by Erie Properties to Southmark Realty Partners, Ltd. (now known as McNeil Real Estate Fund XXI, L.P.) by deed dated November 13, 1984, recorded in Deed Book 6429, Page 50, R.O.D.C., Tennessee.