Box 49

New Owners Address:	Send Tax Bills To:	Tax Parcel No.:
New Plan (178) Woodbridge Apartments, LLC 231 Bridgeway Circle, Nashville, Tennessee 37211	New Plan (178) Woodbridge Apartments, LLC 231 Bridgeway Circle, Nashville, Tennessee 37211	133-121

Davidson County DEEDQC
Recvd: 08/01/01 12:32 6pgs
Fees:32.00 Taxes:0.00
20010801-0081470

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 (178) WOODBRIDGE APARTMENTS, LLC, a Delaware limited liability company, having its principal place of business at 231 Bridgeway Circle, Nashville, Tennessee 37211, ("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~~ _____ in the Register's Office of Davidson County, Tennessee.

Amendment No. 20010518005183 5

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, 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.

_____
Notary Public

My commission expires:

_____

[Affix Notarial Seal]

MADELINE ALVARADO
Notary Public, State of New York
No. 01AL5034019
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 (178) WOODBRIDGE APARTMENTS, LLC

By: NP (178) WOODBRIDGE 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, 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 9, 2001.

Madelin 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

EXHIBIT A

dated August 7, 1996

PROPERTY DESCRIPTION

A tract of land in the City of Nashville, First Civil District of Davidson County, Tennessee, being more particularly described according to a survey by Ragan – Smith Associates, Inc., project No. 96-096/5278 as follows:

Beginning at an existing iron pin in the northerly right of way of Antioch Pike (60' right of way), said pin being the southeast corner of Glen Associates, recorded in Book 7733, Page 472, Register's Office for Davidson County, Tennessee; thence,

1. With the east line of Glen Associates, N 34°19'36" E, 412.43 feet to a set iron pin; thence,

2. Continuing with said east line, N 26°11'59" E, 160.67 feet to an existing concrete monument; thence,

3. Continuing with said east line, N 00°30'32" E, 176.14 feet to an existing concrete monument at the southwest corner of Twin Oaks Associates, recorded in Book 8149, Page 737, Register's Office for Davidson County, Tennessee; thence,

4. With the south line of Twin Oaks Associates, S 89°41'02" E, 533.00 feet to an existing iron pin; thence,

5. S 62°51'30" E, 299.57 feet to an existing concrete monument; thence,

6. S 02°00'44" W, 366.26 feet to an existing iron pin; thence,

7. S 15°00'27" E, 202.02 feet to an existing iron pin in the west line of Glenn Segroves, recorded in Book 8617, Page 325, Register's Office for Davidson County, Tennessee; thence,

8. With said west line, S 00°43'23" W, 207.79 feet to an existing iron pin in the north line of Durham, Durham and Butler Enterprises, recorded in Book 6532, Page 245, Register's Office for Davidson County, Tennessee; thence,

9. With said north line, N 87°36'19" W, passing an existing iron pin at 79.52 feet, a total distance of 127.98 feet to an existing iron pin; thence,

10. Continuing with the north line of Durham, Durham and Butler and the north line of Johnny C. Chaffin, recorded in Book 7920, Page 737, Register's Office for Davidson County, Tennessee, N 87°39'25" W, 378.65 feet to an existing iron pipe at the northeast corner of Steven Dwight Mays I, and Steven Dwight Mays II, recorded in Book 8539, Page 675, Register's Office for Davidson County, Tennessee; thence,

11. With the north line of Mays, N 85°06'17" W, 131.54 feet to an existing iron pin; thence,

12. Continuing with the north line of Mays, N 84°19'59" W, 200.01 feet to an existing iron pin; thence,

13. N 86°03'00" W, 189.70 feet to a set iron pin in the northerly right of way of Antioch Pike; thence,

14. With said right of way along a 660.00 foot radius curve to the left, a distance of 213.79 feet, a chord bearing and distance of N 33°09'17" W, 212.86 feet to the Point Of Beginning and containing 810,269 square feet or 18.601 acres, more or less as calculated from the above courses which were determined within the precision requirements of an ALTA/ASCM "Urban" Land Title Survey of 1992.

Being the same property conveyed to Woodbridge Associates, a Limited Partnership, by deed of record in Book 6880, Page 107, Register's Office for Davidson County, Tennessee

OFFSITE SEWER AND DRAINAGE EASEMENT:

A 20 foot wide offsite sewer and drainage easement benefits the above described property, the centerline of which is described as follows:

Beginning at the southeast corner of the above described property; thence with the east line of said property N 00°43'23" E, 207.79 feet; thence N15°00'27" W, 45.00 feet to the Point of Beginning ; thence

1. N 01°52'04" E, 263.15 feet to a point; thence,

2. N 02°34'18" E, 300.00 feet to a point; thence,

3. N 38°17'47" W, 70.00 feet to a point; thence,

4. N 88°57'47" W, 177.00 feet to a point ; said point being southeasterly, 101 feet more or less from a property corner on the north line of the above described property.

Being the same property described in an Agreement for Dedication of Easement for Sanitary Sewers and/or Storm Drainage, recorded in Book 5203, Page 453, Register's Office for Davidson County, Tennessee.

This description was prepared from Survey by Ragan-Smith Associates, Inc. dated August 27, 1996, 315 Woodland Street, Nashville, Tennessee 37206, TN License No. 1805.