Box 49

New Owners Address:	Send Tax Bills To:	Tax Parcel No.:
New Plan (164) Country Place Apartments, LLC 5242 Edmondson Pike, Nashville, Tennessee 37211	New Plan (164) Country Place Apartments, LLC 5242 Edmondson Pike, Nashville, Tennessee 37211	161-130

Davidson County DEEDQC
Recvd: 08/01/01 12:35 6pgs
Fees:32.00 Taxes:0.00

20010801-0081473

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 (164) COUNTRY PLACE APARTMENTS, LLC, a Delaware limited liability company, having its principal place of business at 5242 Edmondson Pike, 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~~ Instrument No. _____ in the Register's Office of Davidson County, Tennessee.

20010518005183 7

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. 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 (164) COUNTRY PLACE APARTMENTS, LLC

By: NP (164) COUNTRY PLACE 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

EXHIBIT A

Property Description

Being Lot No. 1 on the plat of Resubdivision of Phase I of Country Place recorded in Book 4675, page 65, R.O.D.C., Tennessee and being more particularly described on that certain ALTA/ACSM Land Title Survey by John O. Spry, Tennessee Registered Land Surveyor No. 727, Ragan-Smith-Associates, Inc., 315 Woodland Street, Nashville, TN, 37206, Job No. 71-069, dated April 1, 1996 as follows:

BEGINNING at an existing iron pin at the common northerly corner of Lots 1 and 2 of said Country Place plat and being in the southerly line of Brentwood Assembly of God Church of record in Book 4839, Page 481, R.O.D.C., Tennessee; thence,

1. With the common line between Lot 1 and said church property, S 84° 08' 44" E, 193.14 feet (S 85° 01' E, 193.95' - plat) to an existing iron pin; thence,

2. N 11° 47' 10" E, 330.90 feet (N 11° 34' E, 327.92 feet - plat) to an existing concrete monument; thence,

3. N 78° 11' 51" W, 447.18 feet (N 78° 13' W, 447.48 feet - plat) to an existing iron pin in the easterly right-of-way line of Edmonson Pike; thence,

4. With said easterly right-of-way line, N 11° 45' 02" E, 150.10 feet (N 11° 38' E, 150.00 feet - plat) to an existing iron pin in the southerly line of Woodwinds, Ltd. of record in Book 8146, Page 291, R.O.D.C., Tennessee; thence,

5. With the common line of said Woodwinds, Ltd. and the herein-described Lot 1, S 78° 14' 25" E, 447.09 feet (S 78° 13' E, 447.48 feet - plat) to an existing iron pin in concrete; thence,

6. N 11° 38' 15" E, 79.89 feet (N 11° 34' E, 80.00 feet - plat) to an existing iron pin; thence,

7. N 86° 44' 42" E, 155.12 feet (N 86° 43' E, 154.97 feet - plat) to an existing iron pin; thence,

8. S 58° 54' 25" E, 660.39 feet (S 59° 04' 46" E, 660.78 feet - plat) to an existing iron pin, the common corner of Woodwinds, Ltd.; Lot 1 and Gertrude T. Ezell property of record in Book 6759, Page 459, R.O.D.C., Tennessee; thence,

9. With the common line of said Ezell property and the herein-described Lot 1, S 13° 21' 11" W, 349.53 feet (S 13° 17' W, 350.00 feet - plat) to an existing iron pin; thence,

10. N 79° 05' 19" W, 239.82 feet (N 79° 11', 240.00 feet - plat) to an existing iron pin at the beginning of a curve concave to the east; thence,

11. With said curve in a southerly direct with a 273.52-foot radius curve to the left a distance of 135.27 feet (135.18 feet - plat) to an existing iron pin, said curve has a chord bearing and distance of S 03° 17' 49" E, 133.89 feet; thence,

12. Continuing with a non-tangent 446.06-foot radius curve to the right a distance of 388.34 feet (389.26 feet - plat) to an existing iron pin, said curve has a chord bearing and distance of S 07° 35' 20" W, 376.20 feet; thence,

13. Continuing with a non-tangent 506.98-foot radius curve to the left, a distance of 300.83 feet (300.85 feet - plat) to an existing iron pin; said curve has a chord bearing and distance of S 15° 32' 11" W, 296.43 feet; thence,

14. S 01° 24' 49" E, 90.00 feet (S 01° 30" E - plat) to an iron pin set in the northerly line of Elsie Jones Philips Howse property of record in Book 5191, Page 33, R.O.D.C., Tennessee; thence,

15. With the common line of the Howse property and the herein described Lot 1, N 82° 01' 52" W, 70.00 feet (N 82° 00' W - plat) to an existing concrete monument; thence,

16. S 10° 14' 20" W, 154.00 feet (S 10° 11' W, 153.98 feet - plat) to an existing concrete monument in the northerly right-of-way line of McMurray Drive; thence,

17. With said northerly right-of-way line, N 73° 40' 00" W, 128.27 feet (128.32 feet - plat) to an existing iron pin; thence,

18. With a non-tangent 1402.87-foot radius curve to the right, a distance of 293.82 feet to a P.K. nail set; said curve has a chord bearing and distance of N 67° 56' 54" W, 293.28 feet; thence,

19. N 59° 52' 43" W, 71.00 feet (N 61° 40' W - plat) to an existing iron pin in a tree trunk; thence,

20. With a non-tangent 1926.25-foot radius curve, a distance of 221.30 feet (220.73 feet - plat) to an existing iron pin, the common corner of Lot 2, Country Place (Danbury Condominium) and the herein-described Lot 1; said curve has a chord bearing and distance of N 64° 42' 51" W, 221.18 feet; thence,

21. Leaving the northerly right-of-way line of McMurray Drive with the common line of said Lots 1 and 2, N 10° 49' 51" E, 860.18 feet (N 10° 45' 56" E, 861.92 feet - plat) to the point of beginning and containing 1,175,169 square feet or 26.978 acres, more or less.

Being the same property conveyed to Country Place Associates, Ltd., a Tennessee limited partnership, by Deed from BVT Country Place, Ltd. of record in Book 6461, page 530, Register's Office for Davidson County, Tennessee.

BEING the same property conveyed to New Plan Realty Trust, a Massachusetts business trust, by deed, dated April 2, 1996, from Country Place Associates, Ltd., a Tennessee limited partnership, of record in Book 9999, page 963, and subsequently conveyed by New Plan Realty Trust, a Massachusetts business trust, to New Plan of Tennessee, L.P., a Delaware limited partnership, by quit-claim deed, dated May 1, 1997, of record in Book 10472, page 417, Register's Office for Davidson County, Tennessee.