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Davidson County DEEDWARR
Recvd: 12/30/04 11:56 4 pgs
Fees:23.00 Taxes:35890.00
20041230-0154701

This Instrument Prepared By:
THOMAS I. BOTTORFF, Attorney
155 Franklin Road, Suite 120
Brentwood, Tennessee 37027

WARRANTY DEED

Address New Owner:	Send Tax Bills To:	Map-Parcel Nos.
Sterling Apartments, LLC and Douglas Apartments, LLC	owner	

STATE OF GEORGIA
COUNTY OF Bibb

I hereby swear or affirm that the actual consideration or true value of this transfer whichever is greater, is $ 9,700,000.00

Affiant

My Commission Expires: 3-8-05

Subscribed and sworn to before me this 22 day of December, 2004.

JOANN S. EDWARDS
Notary Public
STATE OF GEORGIA
My Comm. Exp. 3/8/05

Notary Public

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FOR AND IN CONSIDERATION OF Ten Dollars ($10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, **ATD Ga, LLC, a Georgia limited liability company, and PNT Ga, LLC, a Georgia limited liability company,** ("Grantors") by these presents hereby transfer, sell and convey to Douglas Apartments, LLC, a Georgia limited liability company ("Grantee") its successors and assigns, their One-Half (½) undivided interest in a certain tract or parcel of real property located in Davidson County, Tennessee, more particularly described as follows, to wit:

Land in Davidson County, being Lots 1 and 4 as shown on the Final Plat, Northcreek Commons, Section Nine, Revision One, of record as Instrument No. 20030818-0119192, Register's Office for Davidson County, Tennessee, to which plat reference is hereby made for a more complete and accurate description of said lots.

Being the same property conveyed to STERLING APARTMENTS, LLC, a Georgia limited liability company, PNT Ga, LLC, a Georgia limited liability company, and ATD Ga, LLC, a Georgia limited liability company, as equal tenants-in-common, by deed from Land South Properties, LLC, a Georgia limited liability company and WCDM Development, L.P., a Georgia limited partnership, of record in Instrument # 20030707-0093039, Register's Office for Davidson County, Tennessee, and further being the same property conveyed to the Grantors herein by deed of record as Instrument No. 20041230-0154700, said Register's Office, being recorded simultaneously herewith.

This is improved property known as:
Lot 1 is known as 333 Northcreek Boulevard, Goodlettsville, TN 37072
Lot 4 is known as 325 Northcreek Boulevard, Goodlettsville, TN 37072

TO HAVE AND TO HOLD the said property, with the appurtenances, estate, title and interest thereto belonging to Grantee, its successors and assigns forever.

AND the Grantors do hereby covenant with Grantee that they are lawfully seized and possessed of the said land in fee simple, have a good right to convey it, and the same is unencumbered except for those matters hereinabove mentioned.

AND the Grantors do further covenant and bind themselves, their heirs and assigns to warrant and forever defend the title to the said real property to the said Grantee and its successors and assigns, against the lawful claims of all persons whomsoever.

IN WITNESS WHEREOF, we have hereunto set our hands as of this the 22 day of December, 2004.

GRANTORS:

PNT Ga LLC, a Georgia limited liability company

By: _____

ATD Ga LLC, a Georgia limited liability company

By: _____
Sole member

STATE OF GEORGIA
COUNTY OF Bibb

Personally appeared before me, the undersigned, _____, a notary public for the state and county aforesaid, _____, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the _____ of ATD Ga, LLC, a Georgia limited liability company and is authorized by the limited liability company to execute this instrument on behalf of the company.

WITNESS my hand and seal at office this 22nd day of December, 2004.

_____
Notary Public

JOANN S. EDWARDS
Notary Public
STATE OF GEORGIA
My Comm. Exp. 3/8/05
NOTARY PUBLIC SEAL BIBB CO., GA.

My Commission Expires:
3-8-05

STATE OF GEORGIA
COUNTY OF _____

Personally appeared before me, the undersigned, _____, a notary public for the state and county aforesaid, _____, with whom I am personally acquainted, and who acknowledged that he executed the within instrument for the purposes therein contained, and who further acknowledged that he is the _____ of PNT Ga, LLC, a Georgia limited liability company and is authorized by the limited liability company to execute this instrument on behalf of the company.

WITNESS my hand and seal at office this 22nd day of December, 2004.

_____
Notary Public

My Commission Expires:

_____

IN WITNESS WHEREOF, ATD has executed this Agreement on the day and year first above written, with the intention that this Agreement take effect as an instrument under seal.

ATD Ga, LLC,
a Georgia limited liability company

By: _____
Name: _____
Title: _____

[Seal]

STATE OF GEORGIA

COUNTY OF BIBB

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that **James H. Daws**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, personally appeared before me and acknowledged himself to be the Sole Member of **ATD Ga, LLC**, a Georgia limited liability company, and that he as such authorized member has executed the foregoing instrument for the purposes therein contained, by signing the name of ATD Ga, LLC, by himself as said Sole Member.

WITNESS my hand and seal, at office in Macon, Georgia, this 22nd day of December, 2004.

_____
Notary Public
My Commission Expires: 3-8-05

JOANNE S. EDWARDS
Notary Public
STATE OF GEORGIA
My Comm. Exp. 3/8/05

SEAL

[Signatures continue on the following page]

IN WITNESS WHEREOF, PNT has executed this Agreement on the day and year first above written, with the intention that this Agreement take effect as an instrument under seal.

PNT Ga, LLC,
a Georgia limited liability company

By: _____
Name: Jeffery S. Tucker
Title: Sole member

[Seal]

STATE OF GEORGIA

COUNTY OF BIBB

I, the undersigned, a Notary Public, in and for said County in said State, hereby certify that **Jeffery S. Tucker**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, personally appeared before me and acknowledged himself to be the Sole Member of **PNT Ga, LLC**, a Georgia limited liability company, and that he as such authorized member has executed the foregoing instrument for the purposes therein contained, by signing the name of PNT Ga, LLC, by himself as said Sole Member.

WITNESS my hand and seal, at office in Macon, Georgia, this 22nd day of December, 2004.

_____
Notary Public
My Commission Expires: 3-8-05

NOTARY PUBLIC SEAL BIBB CO., GA.
JOANN S. EDWARDS
Notary Public
STATE OF GEORGIA
My Comm. Exp. 3/8/05

[Signatures continue on the following page]