This instrument prepared by:
Paul J. Goldman, Esquire
Segel, Goldman, Mazzotta, Siegel, P.C.
9 Washington Square
Albany, NY 12205

Davidson County DEEDQC
Recvd: 08/01/05 12:47 10 pg
Fees:52.00 Taxes:0.00
20050801-0089623

Quitclaim Deed

Know all men by these presents, that

NASHVILLE NH APARTMENTS, GP, a Tennessee general partnership and NOB HILL GENERAL PARTNERSHIP, a Tennessee general partnership (collectively, the "Grantor"),

for and in consideration of Ten and 00/100 Dollars,

does hereby bargain, sell, remise, release, quitclaim and convey unto

NASHVILLE NH APARTMENTS, GP, a Tennessee general partnership, as to an undivided 45.523% tenant-in-common interest, NOB HILL GENERAL PARTNERSHIP, a Tennessee general partnership, as to an undivided 12.5% tenant-in-common interest, DAVIS FAMILY INVESTMENT COMPANY, LP, a Tennessee limited partnership, as to an undivided 4.477% tenant-in-common interest, and MM FAMILY PARTNERSHIP III, L.P., a New York limited partnership, as to an undivided 37.5% tenant-in-common interest collectively, the "Grantee")

a certain tract or parcel of land in the First Civil District of Davidson County, State of Tennessee, more particularly described on Exhibit A attached hereto and incorporated herein by this reference (the "Property")

STATE OF NEW YORK)
) ss
COUNTY OF ALBANY)

I hereby swear or affirm that to the best of Affiant's knowledge, information and belief, the actual consideration for the transfer or value of the property being transferred is Ten and 00 Dollars ($10.00).

NOB HILL GENERAL PARTNERSHIP

By: _____
Norman Massry, Manager

SUBSCRIBED AND SWORN TO before me, this the _____ day of July, 2005.

_____
Notary Public

My Commission Expires: _____

PAUL GOLDMAN
Notary Public, State of New York
No. 4864023
Qualified in Albany County
Commission Expires 6/9/2006

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The Property is improved property known as Nob Hill Villa Apartments, 180 Wallace Road, Nashville, Tennessee 37211.

This conveyance is expressly made subject to those matters more specifically set forth on Exhibit B attached hereto and incorporated herein by this reference.

Whenever used, the singular number shall include the plural, the plural the singular and the use of any gender shall be applicable to all genders.

(Remainder of Page Intentionally Left Blank)

Witness the hand of Grantor's duly authorized general partner this ___ day of July, 2005.

NASHVILLE NH APARTMENTS, GP

By:_____
W. Kirby Davis, Jr., Manager

NOB HILL GENERAL PARTNERSHIP

By:_____
Morris Massry, Manager

This Deed has been prepared by Segel, Goldman, Mazzotta & Siegel, P.C. ("SGMS") based solely upon information furnished by Grantor and Grantee. SGMS has not undertaken to independently verify any statement, fact, description or other matter set forth herein and undertakes no responsibility or liability for the correctness or accuracy of any such statement, fact, description or other matter.

(Remainder of Page Intentionally Left Blank)

STATE OF Tennessee)
) ss
COUNTY OF Davidson)

Before me, the undersigned, a Notary Public of said County and State, personally appeared W. KIRBY DAVIS, JR., 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 Manager of NASHVILLE NH APARTMENTS, GP, a Tennessee general partnership, the within named grantor and that he as such manager executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as manager of the general partnership.

Witness my hand and seal, at an office in Nashville TN, this 25th day of July, 2005.

MONICA L. BARFIELD
STATE OF TENNESSEE
NOTARY PUBLIC
DAVIDSON COUNTY, TENN.

Monica L Barfield
Notary Public

My Commission Expires: 3/21/2009

My Commission Expires MAR. 21, 2009

STATE OF NEW YORK)
) ss
COUNTY OF ALBANY)

Before me, the undersigned, a Notary Public of said County and State, personally appeared MORRIS MASSRY, 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 Manager of NOB HILL GENERAL PARTNERSHIP, a Tennessee general partnership, the within named grantor and that he as such manager executed the foregoing instrument for the purposes therein contained, by signing the name of the partnership by himself as manager of the general partnership.

Witness my hand and seal, at an office in Albany, New York, this 26th day of July, 2005.

Keri S Mazzuca
Notary Public

My Commission Expires: 10/26/06

KERI S. MAZZUCA
Notary Public, State of New York
Qualified in Albany County
Reg. No. 01MA6015060
Commission Expires Oct. 26, 2006

Address New Owner(s):	Name and Address of the Person or Entity Responsible for the payment of Real Property Taxes:	Map-Parcel Numbers:
c/o W. Kirby Davis, Jr. First Management Services, Inc. 333 Union Street, Suite 400 Nashville, TN 37201	c/o W. Kirby Davis, Jr. First Management Services, Inc. 333 Union Street, Suite 400 Nashville, TN 37201	Map 148-1, Parcel 223 and Map 134-13, Parcel 239

EXHIBIT "A"
LEGAL DESCRIPTION

EXHIBIT "A"

Being a tract of land in Nashville, the First Civil District, Davidson County, Tennessee, located between Wallace Road, Linbar Drive and Hillbrook Subdivision, being Lot No. One, Section One, Knob Hill Villa, of record in Book 4173, Page 126, R.O.D.C., and being more particularly described as follows:

Beginning at a concrete monument in the northerly margin of Wallace Road, being the southwest corner of the herein described Tract, being the southeast corner to Leslie Heights Subdivision of record in Book 4955, Page 99, R.O.D.C., said monument also being 80 feet, more or less, west of the centerline of Hillbrook Drive:

Thence, leaving said margin with the east line to said Leslie Heights N 15°18' W, 350.36 feet to a monument;

Thence, with north line to said Subdivision S 73°44' W, 99.43 feet to a monument;

Thence, leaving said subdivision N 06°56' W, 12.50 feet to the northeast corner to Boone Sullivan, of record in Book 2863, Page 598, R.O.D.C.;

Thence, with Sullivan's northerly line S 62°52' W, 148.80 feet to a point;

Thence, with the rear line to Dwight Free of record in Book 4903, Page 820, R.O.D.C., N 36°54' E, 95.90 feet to a monument;

Thence, with Free's east line N 39°16' W, 68.21 feet to a monument in the southerly margin of Le Bon Road;

Thence, with said margin N 50°37' E, 61.21 feet to the terminus of said road;

Thence, with said terminus N 39°24' W, 70.00 feet to a point;

Thence, with northerly margin of said road, S 50°36' W, 20.00 feet to a monument;

Thence, leaving said margin with the easterly line to Hillbrook Subdivision, Section 6, of record in Book 4175, Page 7, R.O.D.C., N 39°06' W, 155.02 feet to a monument;

Thence, N 53°05' E, 124.60 feet;

Thence, N 53°08' E, 124.00 feet;

Thence, continuing with said subdivision line N 39°35' W, 136.05 feet to the southerly margin of Comroe Road;

EXHIBIT "A"
(Continued)

Thence, with said margin N 50°29' E, 61.00 feet to the terminus of said road;

Thence, with said terminus N 39°31' W, 70.00 feet to a point;

Thence, with northerly margin of said road S 50°03' W, 19.60 feet;

Thence, leaving said margin with said subdivision line N 39°31' W, 149.62 feet to a monument;

Thence, N 48°32' E, 128.40 feet to a point;

Thence, continuing with said subdivision line N 00°12' E, 476.00 feet to southerly margin of Largo Drive;

Thence, with said margin N 70°55' E, 67.00 feet;

Thence, N 20°32' W, 44.00 feet;

Thence, S 86°39' E, 29.11 feet to the southerly margin of Linbar Drive;

Thence, with said margin in a southerly direction with a curve to the left, 180.22 feet to a point, said curve having a radius of 260.00 feet, a central angle of 39°42'53", a tangent distance of 93.90 feet and a chord of S 66°48' E, 176.63 feet;

Thence, continuing with said margin S 86°39' E, 505.00 feet to a point;

Thence, with a curve in a southeasterly direction to the right 379.61 feet to a point, said curve having a radius of 370.00 feet, a central angle of S57°04'02", a tangent distance of 208.42 feet, and a chord of S 57°04' E, 362.89 feet;

Thence, continuing with said margin S 27°59' E, 135.18 feet to the westerly margin of Wallace Road;

Thence, S 00°51' W, 201.19 feet to a monument;

Thence, with a curve to the right in a southwesterly direction 497.15 feet to a monument, said curve having a radius of 706.78 feet, a central angle of 40°18'07", a tangent distance of 259.36 feet, and a chord of S 21°16' W, 486.96 feet;

Thence, continuing with said margin S 41°13' W, 528.80 feet to a monument;

EXHIBIT "A"
(Continued)

Thence, with a curve to the right in a southwesterly direction, 89.24 feet to a monument, said curve having a radius of 691.20 feet, a central angle of 07°23'52", a tangent distance of 44.68 feet, and a chord of S 44°50' N, 89.18 feet;

Thence, S 56°32' W, 48.33 feet to a point;

Thence, with a curve to the right in a southwesterly direction, 143.87 feet to a monument, said curve having a radius of 686.20 feet, a central angle of 12°00'48", a tangent distance of 72.70 feet, and a chord of S 58°37' W, 143.61 feet;

Thence, continuing with said margins S 60°40' W, 48.33 feet to the point of beginning;

Containing 1,346,943 square feet or 30.92 acres, more or less.

BEING property conveyed to Nashville NH Apartments, GP, a Tennessee general partnership and Nob Hill General Partnership, a Tennessee general partnership by virtue of Limited Warranty Deed from Nob Hill Villa Apartments Associates, L.P., a Tennessee limited partners, dated October 27, 2004, recorded November 02, 2004, in Instrument No. 20041102-0132089, in the Register's Office of Davidson County, Tennessee Records.

EXHIBIT B

Encumbrances

1. All taxes for the year 2005 and subsequent years, not yet due and payable.
2. Plat recorded in Plat Book 4175, Page 126, of Davidson County, Tennessee, as shown on Survey prepared for Nob Hill Villa Apartments Associates, L.P., by Brian Jude Carraher, RLS #2224, Job No. 04-3435, for LANDCO, L.P., dated August 31, 2004 reflects and reveals the following:
   (a) catch basin accepting storm water from adjoining subdivision;
   (b) site fenceline encroaches onto Comroe Road 0.9 feet;
   (c) site fenceline encroaches onto Hawblitzel 0.6 feet;
   (d) site fenceline encroaches onto Hawblitzel 0.7 feet;
   (e) adjoiner stone retaining wall encroaches onto site 2.40 feet;
   (f) site fenceline encroaches onto Le Bon Road 1.8 feet;
   (g) site fenceline encroaches onto Sullivan 4.6 feet;
   (h) water shed encroaches onto site 6.6 feet and 6.3 feet;
   (i) fence lies within and without boundary lines of subject property;
   (j) power lines with poles meanders inside and out of the Northern and Eastern boundary lines of subject property;
   (k) sanitary sewer lines lies under Building "T" in Southeast portion of subject property;
   (l) Building "N" encroaches over 50-foot setback line from Linbar Drive;
   (m) fire hydrants, water shed and electric transformers located through subject property;
   (n) 20-foot drainage easement located on the northern edge of property near the tennis court and Linbar Road.
3. Tennessee Construction Deed of Trust, Assignment of Rents, Security Agreement and Fixture filing by Nashville NH Apartments, GP, a Tennessee general partnership and Nob Hill General Partnership, a Tennessee general partnership, J. Bryan Echols, Trustee to AmSouth Bank, an Alabama corporation, dated October 26, 2004, filed for record November 2, 2004, and record in Instrument No. 20041102-0132090, aforesaid records.
4. Assignment of Rents and Leases from Nashville NH Apartments, GP, a Tennessee general partnership and Nob Hill General Partnership, a Tennessee general partnership, to AmSouth Bank, an Alabama corporation, dated October 29, 2004, filed for record November 2, 2004, and record in Instrument No. 20041102-0132091, aforesaid records.

Return Documents to:
Lolly Avant
Fidelity National Title Insurance Co
1900 West Loop South, Suite 650
Houston, Texas 77027