Davidson County DEEDWARR
Recvd: 10/25/05 12:32 6 pgs
Fees:33.00 Taxes:60125.00

20051025-0128716

(Audubon Park)

Address of New Owner:	Send Tax Bills to:	Map-Parcel No.
WK Audubon Nashville, LLC 112 Clifton Avenue #80 Lakewood, New Jersey 08701	Same	Map: 147 Parcels: 30.00 & 136.00

PREPARED BY: WALLER LANSDEN DORTCH & DAVIS, PLLC, James R. Cheshire, III, Esq., 511 Union Street, Suite 2700, Nashville, TN 37219-1760

STATE OF NEW YORK)
COUNTY OF NEW YORK)

The actual consideration or value, whichever is greater, for this transfer is $16,250,000.00

Affiant

Subscribed and sworn to before me, this the 17 day of October, 2005.

Notary Public

JOHN M. MURRAY
Notary Public, State of New York
No. 4618009
Qualified in Westchester County
Commission Expires May 31, 2007

My Comm. Expires:

SPECIAL WARRANTY DEED

FOR AND IN CONSIDERATION OF the sum of Ten Dollars, cash in hand paid by the hereinafter named **GRANTEE**, and other good and valuable consideration, the receipt of which is hereby acknowledged, **AUDOBON PARK REALTY CO., LLC,** a Delaware limited liability company (hereinafter called the "**GRANTOR**"), has bargained and sold, and by these presents does transfer and convey unto **WK AUDUBON LLC**, a Delaware limited liability company, (hereinafter called the "**GRANTEE**"), its successors and assigns, a certain tract or parcel of land in Davidson County, State of Tennessee, described on **Exhibit A** attached hereto and incorporated by reference herein.

This is improved property known as 600 Whispering Hills Drive, Nashville, Tennessee.

TO HAVE AND TO HOLD the said real property together with all buildings, other improvements, appurtenances and hereditaments thereunto belonging or in any wise appertaining to **GRANTEE**, its successors and assigns, in fee simple, forever.

GRANTOR further covenants and binds itself, and its successors and assigns to warrant specially and forever defend the title to said real estate to **GRANTEE**, its successors and assigns, against the lawful claims of all persons claiming by, through or under **GRANTOR**, other than claims arising

out of the matters set forth on **Exhibit B** attached hereto and incorporated herein by reference, but not further or otherwise.

IN WITNESS WHEREOF, GRANTOR has caused this Special Warranty Deed to be executed as of the 17th day of October, 2005.

AUDOBON PARK REALTY CO., LLC,
a Delaware limited liability company

By: _____
STEVEN GREEN
Its: Managing Member

STATE OF NEW YORK)
COUNTY OF NEW YORK)

Before me, the undersigned, a Notary Public in and for the County and State aforesaid, personally appeared **STEVEN GREEN**, 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 Managing Member of Audobon Park Realty Co., LLC., the within named bargainor, a limited liability company, and that he, as such Managing Member, being authorized so to do, executed the foregoing instrument for the purposes therein contained, by signing the name of Audobon Park Realty Co., LLC. by himself as the Managing Member.

Witness my hand and seal, at office in New York City, New York, this the 17th day of October, 2005.

_____
NOTARY PUBLIC

My Commission Expires:_____

JOHN M. MURRAY
Notary Public, State of New York
No. 4618009
Qualified in Westchester County
Commission Expires May 31, 2007

EXHIBIT A

Legal Description

PARCEL 1

A tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the south by Leeanne Drive and on the west by Whispering Hills Drive, more particularly described as follows:

Beginning, at a concrete monument on the northerly margin of Leeanne Drive and the southwest corner of Lot 428 of Whispering Hills Subdivision Section 11-C, as of record in Plat Book 2663, page 67, R.O.D.C., Tennessee;

Thence, with the northerly margin of Leeanne Drive, westerly around a curve to the left 181.91 feet, said curve having a radius of 522.00 feet, a central angle of 19°58'00', a tangent of 91 feet and a chord bearing and distance of N 60°17'00" W, 180.99 feet to a concrete monument;

Thence, N 70°16'00" W, 165.01 feet to a concrete monument the beginning of a return radius to the right of Whispering Hills Drive;

Thence, around a curve to the right 38.96 feet, said curve having a radius of 25.00 feet, a central angle of 89°18'00", a tangent of 24.70 feet and a chord bearing and distance of N 25°37'00" W, 35.14 feet to a concrete monument;

Thence, with Whispering Hills Drive N 19°02'00" E, 112.00 feet to a concrete monument, the beginning of a curve to the left;

Thence, around a curve to the left 548.41 feet, said curve having a radius of 985.00 feet, a central angle of 31°54'00", a tangent of 281.51 feet and a chord bearing and distance of N 03°05'00" E. 541.35 feet to an iron pin, the southwest corner of Lot 57, Parkview Estates, Section I, Book 3300, page 87, R.O.D.C., Tennessee;

Thence, with the southerly line of said Lot 57, N 77°08'00" E, 151.90 feet to an iron pin on the westerly line of Parkview Estates, Section III;

Thence, S 13°44'00" W, 12.80 feet to a concrete monument;

Thence, following the southerly boundary of Parkview Section III, S 65°30'00" E. 74.35 feet to a concrete monument;

Thence, S 83°10'00" E, 197.10 feet to a concrete monument;

Thence, S 84°45'00" E, 151.61 feet to a concrete monument;

Thence, S 71°45'00" E, passing a concrete monument at 95.00 feet, a total distance of 173.26 feet to a point;

Thence, S 58°38'00" E, 198.74 feet to a concrete monument in the west line of Tennessee Equity Fund L.P. of record in Book 9302, page 247, R.O.D.C. line S 12°03'00" W, 109.56 feet to an iron pin at the base of a fence corner post;

Thence, S 33°05'00" W, 70.00 feet;

Thence, N 56°55'00" W, 104.59 feet to a point;

Thence, S 26°14'00" W, 246.82 feet to a point;

Thence, N 63°46'00" W, 99.00 feet to a point;

Thence, S 26°14"00" W, 144.68 feet to a point;

Thence, N 66°02'00" W, 87.00 feet to a point;

Thence, S 19°53'00" W, 108.57 feet to a concrete monument;

Thence, S 37°29'00" W, 171.74 feet to the point of beginning.

PARCEL 2

A tract of land in the First Civil District of Nashville, Davidson County, Tennessee, bounded on the southeast by Northcrest Drive located south of Nolensville Road and west of Cotton Lane, more particularly described as follows:

Beginning, at a concrete monument on the northerly margin of Northcrest Drive at the southeasterly corner of Lot 442, Whispering Hills Section 11-C, Book 2663, page 66 and 67, R.O.D.C., Tennessee;

Thence, with the boundary of said subdivision and around a curve to the left 37.34 feet, said curve having a radius of 25.00 feet, a central angle of 85°34'14", a tangent of 23.14 feet and a chord bearing and distance of N 20°43'07" E, 33.96 feet to a concrete monument;

Thence, N 22°04'00" W, 24.00 feet to a concrete monument;

Thence, with a curve to the left 117.05 feet, said curve having a radius of 401.97 feet, a central angle of 16°41'00", a tangent of 58.94 feet and a chord bearing and distance of N 30°24'30" W, 116.63 feet to a concrete monument;

Thence, continuing with said subdivision S 55°06'00" W, 159.10 feet to a concrete monument;

Thence, S 67°35'00" W, 184.00 feet to a concrete monument;

Thence, continuing with said subdivision N 83°01'00" W, 347.40 feet to a concrete monument;

Thence, N 55°30'00" W, 186.20 feet to a concrete monument;

Thence, N 45°00'00" W, 193.58 feet to a concrete monument, the northwesterly corner of Lot 428 of said subdivision;

Thence, leaving said subdivision N 19°53'00" E. 108.57 feet to a point;

Thence, S 66°02'00" E, 87.00 feet to a point;

Thence, N 26°14'00" E, 144.68 feet to a point;

Thence, S 63°46'00" E, 99.00 feet to a point;

Thence, N 26°14'00" E, 246.82 feet to a point;

Thence, S 56°55'00" E, 104.59 feet to a point;

Thence, N 33°05'00" E, 70.00 feet to a fence corner post in the southwesterly corner of Tennessee Equity Fund, L.P. as of record in Book 9302, page 247, R.O.D.C.;

Thence, with Tennessee Equity Fund, L.P. south line, N 79°30'00" E, 330.41 feet to a point;

Thence, S 16° 15' 00" E, 140.00 feet to a point;

Thence, S 55°11'00" E, 205.00 feet to a point;

Thence, S 34°49'00" W, 98.66 feet to a point;

Thence, S 38°25'00" E, 37.50 feet to a point;

Thence, S 51°35'00" W, 114.00 feet to a point;

Thence, S 38°25'00" E, 175.56 feet to a point;

Thence, S 62°44'00" E, 101.78 feet to a concrete monument;

Thence, S 13°13'00" E, 114.00 feet to a concrete monument on the northerly margin of Northcrest Drive;

Thence, with Northcrest Drive and with a curve to the left having a radius of 617.40 feet and a central angle of 13°16'33", 143.08 feet to the point of beginning.

Being the same property conveyed to Audobon Park Realty Co., LLC, a Delaware limited liability company by deed from WXI/MCN Multifamily Real Estate Limited Partnership, a Delaware limited partnership of record in Instrument No. 20050105-0001634, Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Encumbrances

1. Taxes for the years subsequent to 2005, not yet due and payable.

2. Subject to the following matters shown on plat of record in Plat Book 2663, page 66, Register's Office of Davidson County, Tennessee: owner's certificate 10 foot public utility and drainage easement along the northerly boundary of the Reserved Parcel; and the following matters shown on plat of record in Plat Book 3300, page 87, said Register's Office: owner's certificate, 30 foot minimum building set back line from Whispering Hills Drive and 10 foot public utility easement along the southerly and easterly boundaries of Lot 56 on the plat.

3. Subject to Restrictive Covenants of record in Book 3465, page 623, Register's Office, Davidson County, Tennessee.

4. Subject to rights of tenants in possession under unrecorded leases, as tenants with no option to purchase.

5. Subject to all matters which would be shown by an accurate survey of the property.