Davidson County DEEDWARR
Recvd: 10/25/05 12:32 4 pgs
Fees:23.00 Taxes:50875.00

20051025-0128717

(Berkley Hills)

Address of New Owner:	Send Tax Bills to:	Map-Parcel No.
WK Berkley LLC 112 Clifton Avenue #80 Lakewood, New Jersey 08701	Same	Map: 51-12 Parcel: 80.00

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 $13,750,000.

Affiant

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

Notary Public

My Comm. Expires:

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

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, **BERKELEY HILLS 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 BERKLEY LLC**, a Delaware limited liability company, (hereinafter called the "**GRANTEE**"), its successors and assigns, in and to 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 300 Berkley Drive, Madison, Tennessee 37115.

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**, their 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.

BERKELEY HILLS 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 Berkeley Hills 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 Berkeley Hills 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.

John M. Murray
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

Land lying in the 11th Civil District of Nashville, Davidson County, Tennessee, bounded on the west by Morningside Heights Subdivision as recorded in Plat Book 1130, page 76, at the Register's Office for Davidson County, Tennessee (R.O.D.C., TN), on the east by the resubdivision of Lots 22 through 32, Montague Subdivision, Plat Book 421, page 141, at the Register's Office for Davidson County, Tennessee (R.O.D.C., TN), located south of Due West Avenue, and lying generally east of Gallatin Road, and being more particularly described as follows:

Beginning at a concrete monument found in the southeasterly most corner of said Morningside Heights and the southwesterly most corner of the parcel herein described;

Thence, N 16 deg. 00' 17" E, 739.03 feet to an iron pin set;

Thence, S 87 deg. 29' 26" E, 185.00 feet to an iron pin set;

Thence, S 75 deg. 43' 26" E, 114.90 feet to an iron pin found;

Thence, S 65 deg. 33' 26" E, 114.16 feet to an iron pin found;

Thence, S 54 deg. 17' 26" E, 722.23 feet to an iron pin set;

Thence, S 35 deg. 20' 34" W, 15.26 feet to an iron pin found;

Thence, S 54 deg. 17' 26" E, 148.15 feet to an iron pin set;

Thence, S 32 deg. 58' 34" W, 445.35 feet to an iron pin set;

Thence, N 64 deg. 39' 00" W, 294.49 feet to an iron pin found;

Thence, S 36 deg. 31' 00" W, 81.50 feet to an iron pin found;

Thence, N 74 deg. 29' 00" W, 772.92 feet to the point of beginning and containing 766,620 square feet or 17.599 acres, more or less.

Being the same property conveyed to Berkeley Hills 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. 20050105-0001637, Register's Office for Davidson County, Tennessee.

EXHIBIT B

Permitted Encumbrances

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

2. Subject to Easements of record in Book 8192, page 235, Register's Office, Davidson County, Tennessee.

3. Subject to rights of tenants in possession under unrecorded leases.

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