THIS INSTRUMENT PREPARED BY
AND AFTER RECORDING RETURN TO:

Sherry Meyerhoff Hanson & Crance LLP
610 Newport Center Drive, Suite 1200
Newport Beach, CA 92660
Attn: Kevin L. Sherry, Esq.

Davidson County DEEDQC
Recvd: 06/16/06 14:16 4 pgs
Fees:22.00 Taxes:0.00
20060616-0072164

QUIT CLAIM DEED

THIS INDENTURE, made and entered into as of the 31 day of May, 2006 by and between **MADISON ASSISTED LIVING, LTD.**, a Texas limited partnership, party of the first part, and **MADISON AL RE, L.P.**, a Delaware limited partnership, party of the second part.

WITNESSETH: That for and in consideration of Ten Dollars ($10.00) cash in hand paid, and other good and valuable consideration, the receipt and sufficiency of all of which are hereby acknowledged, the party of the first part does hereby bargain, sell, release, remise, quit claim and convey unto the party of the second part, all right, title and interest in and to the following described real estate, situated in the City of Nashville, County of Davidson, State of Tennessee and being more particularly described on Exhibit "A" attached hereto and incorporated herein by reference.

The property is improved with an address of:*94 Twin Hills Drive, Nashville, TN 37115.*

IN WITNESS WHEREOF, the party of the first part has executed this instrument as of the day and year first above written.

MADISON ASSISTED LIVING, LTD.,
a Texas limited partnership

By: Hearthstone G.P., Inc.,
a Texas corporation,
its General Partner

By: _____
Name: Richard Rosenberg
Title: Vice President

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THE STATE OF TEXAS)
)
COUNTY OF Montgomery)

Before me, the undersigned, a Notary Public, on this 14th day of ~~May~~ June, 2006, personally appeared Richard Rosenberg, the Vice President of Hearthstone G.P., Inc., a Texas corporation, the General Partner of Madison Assisted Living, Ltd., a Texas limited partnership, known to me to be the person and officer w hose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said corporation as general partner of said partnership, and that he has executed the same as the act of such corporation as general partner of said partnership for the purposes and consideration t herein expressed, and in the capacity therein stated.

STAMP NAME AND DATE OF EXPIRATION OF COMMISSION BELOW:

Lisa Marie Caley
NOTARY PUBLIC

LISA MARIE CALEY
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
AUGUST 8, 2007

STATE OF TEXAS
COUNTY OF Montgomery

The actual consideration or value whichever is greater, for this transfer is $ 10.00

Subscribed and sworn to before me this the 14th *day of* ~~May~~ June, *2006.*

LISA MARIE CALEY
NOTARY PUBLIC STATE OF TEXAS
COMMISSION EXPIRES:
AUGUST 8, 2007

Affiant

Notary Public Lisa Marie Caley

My commission expires:

(Affix Seal)

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Madison AL RE, L.P. 9595 Six Pines Drive, Suite 6300, The Woodlands, Texas 77380	Madison AL RE, L.P. 610 Newport Center Drive, Suite 1150 Newport Beach, California 92660	34-3-23.00

20968.3

THE STATE OF TEXAS)
)
COUNTY OF HARRIS)

Before me, the undersigned, a Notary Public, on this 24th day of May, 2006, personally appeared Richard Rosenberg, the Vice President of Hearthstone G.P., Inc., a Texas corporation, the General Partner of Madison Assisted Living, Ltd., a Texas limited partnership, known to me to be the person and officer w hose name is subscribed to the foregoing instrument and acknowledged to me that the same was the act of the said corporation as general partner of said partnership, and that he has executed the same as the act of such corporation as general partner of said partnership for the purposes and consideration t herein expressed, and in the capacity therein stated.

STAMP NAME AND DATE
OF EXPIRATION OF
COMMISSION BELOW:

NOTARY PUBLIC

STATE OF TEXAS
COUNTY OF HARRIS

The actual consideration or value whichever is greater, for this transfer is $ 10.00

Subscribed and sworn to before me this the 24th *day of May, 2006.*

L.M. WILSON
NOTARY PUBLIC, STATE OF TEXAS
MY COMMISSION EXPIRES
MARCH 3, 2010

Affiant

Notary Public

My commission expires:

(Affix Seal)

ADDRESS NEW OWNER(s) AS FOLLOWS:	SEND TAX BILLS TO:	MAP PARCEL NUMBERS
Madison AL RE, L.P. 9595 Six Pines Drive, Suite 6300, The Woodlands, Texas 77380	Madison AL RE, L.P. 610 Newport Center Drive, Suite 1150 Newport Beach, California 92660	34-3-23.00

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EXHIBIT A

LEGAL DESCRIPTION

A TRACT OF LAND LOCATED IN THE TENTH COUNCILMANIC DISTRICT OF DAVIDSON COUNTY, TENNESSEE AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A 5/8" IRON ROD SET THIS SURVEY IN THE SOUTHERLY RIGHT-OF-WAY OF TWIN HILLS DRIVE 748 FEET, MORE OR LESS, SOUTHEASTERLY FROM THE CENTER OF GALLATIN PIKE. SAID IRON ROD BEING A NORTHEASTERLY CORNER OF GALLERY AT RIVERGATE LTD./LNRC VENTURE PROPERTY OF RECORD IN DEED BOOK 6418, PAGE 993, R.O.D.C. AND THE NORTHWESTERLY CORNER OF THE SUBJECT TRACT;

THENCE WITH SAID SOUTHERLY RIGHT-OF-WAY SOUTH 53°59'43" EAST, 300.00 FEET TO A 1/2" IRON ROD FOUND IN PLACE AT A NORTHWESTERLY CORNER OF GERLIE V. RICKARD, ET UX PROPERTY OF RECORD IN DEED BOOK 4771, PAGE 297, R.O.D.C.;

THENCE WITH THE WESTERLY BOUNDARY OF SAID RICKARD PROPERTY SOUTH 44°53'00" WEST, 262.64 FEET TO A 5/8" IRON ROD FOUND IN PLACE AT A NORTHWESTERLY CORNER OF GERLIE V. RICKARD, ET UX PROPERTY OF RECORD IN DEED BOOK 5801, PAGE 345, R.O.D.C.;

THENCE WITH THE WESTERLY BOUNDARY OF SAID RICKARD PROPERTY SOUTH 44°15'40" WEST, PASSING OVER A 1/2° IRON ROD FOUND IN PLACE AT 299.60 FEET AND CONTINUING ON, IN ALL 299.78 FEET TO A 5/8" IRON ROD SET THIS SURVEY IN THE NORTHERLY BOUNDARY OF SHEPHERD HILLS SUBDIVISION, SECTION NO. 1, OF RECORD IN PLAT BOOK 2331, PAGE 46, R.O.D.C.;

THENCE WITH SAID SUBDIVISION BOUNDARY AS FOLLOWS:

NORTH 46°40'04" WEST, 53.28 FEET TO A 1/2" IRON ROAD FOUND IN PLACE; NORTH 45°54'41" WEST, 245.90 FEET TO A 5/8" IRON ROD FOUND IN PLACE AT A SOUTHEASTERLY CORNER OF THE AFOREMENTIONED GALLERY AT RIVERGATE LTD./LNRC VENTURE PROPERTY;

THENCE NORTH 44°49'34" EAST, 520.95 FEET TO THE BEGINNING: CONTAINING 161.003 SQUARE FEET OR 3.696 ACRES, MORE OR LESS.

BEING THE SAME PROPERTY CONVEYED TO MADISON ASSISTED LIVING, LTD., A TEXAS LIMITED PARTNERSHIP BY WARRANTY DEED FROM J & G ASSOCIATES, A TENNESSEE GENERAL PARTNERSHIP COMPOSED OF GERLIE V. RICKARD AND WILLIAM J. SUDEKUM, SR. OF RECORD IN BOOK 11163, PAGE 356, REGISTER'S OFFICE FOR DAVIDSON COUNTY, TENNESSEE.