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SPECIAL WARRANTY DEED

GRANTOR: **Sheffield Heights Apartments, LLC,**
a Tennessee limited liability company

GRANTEE: **Sheffield Heights, LLC,**
a Delaware limited liability company

This Instrument Prepared By:	**New Owner and Send Tax Bills:**	**Map Parcel No.:**
Ingram Yuzek Gainen	Sheffield Heights, LLC	Tax ID# 3DZ 72659
Carroll & Bertolotti, LLP	c/o Cunat, Inc.	Map 95-0 Parcel 55
250 Park Avenue	5400 West Elm Street	Property Address:
New York, New York 10177	McHenry, Illinois 60050	700 Airways Circle,
Attn.: Samuel W. Ingram, Jr., Esq.	Attn.: Christopher G. Zock	Nashville, TN 37214

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FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid by Sheffield Heights, LLC, a Delaware limited liability company, GRANTEE, and other good and valuable consideration, the receipt of which is hereby acknowledged, Sheffield Heights Apartments, LLC, a Tennessee limited liability company, GRANTOR, does hereby bargain, sell and convey to GRANTEE, its successors and assigns the following described parcel of real estate located in Davidson County, Tennessee, more fully described in Exhibit A, attached hereto and made a part hereof by this reference.

The Property is improved property located at 700 Airways Circle, Nashville, Tennessee 37214.

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

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

Except as to those matters set forth on Exhibit B, to which this conveyance is expressly made subject, Grantor does further covenant and bind Grantor, his heirs, successors and assigns to warrant and forever defend the title to the Property to the Grantee, its successors and assigns

against the lawful claims of all persons claiming by, through or under Grantor, but not otherwise.

Witness my hand as of this 27 day of July, 2006.

GRANTOR: Sheffield Heights Apartments, LLC,
a Tennessee limited liability company
By: Regatta Realty Corp. II,
a Delaware corporation,
its Manager

By: _____
Name: Anita Breslin
Title: Vice President

STATE OF NEW YORK)
: ss.
COUNTY OF NEW YORK)

I certify that before me appeared Anita Breslin, a person known to me, who after being sworn said she is the Vice President of Regatta Realty Corp. II, a Delaware corporation and the sole Manager of Sheffield Heights Apartments, LLC, a Tennessee limited liability company, and that she as such Vice President of the Manager, being authorized so to do, executed the foregoing instrument for the purposes therein contained by signing the name of the limited liability company by herself as Vice President of Regatta Realty Corp. II, Manager of Sheffield Heights Apartments, LLC.

Witness my hand and official seal, this 25th day of July, 2006.

_____
Notary Public

DEBORAH NAN KORMAN
Notary Public, State of New York
No. 02K05074908
Qualified in Nassau County
Commission Expires Mar. 24, 2007

_____
Printed Name of Notary

My Commission Expires: _____

STATE OF NEW YORK
COUNTY OF NEW YORK

The actual consideration or value, whichever is greater, for this transfer is $10,300,000.

Affiant

Subscribed and sworn to before me this 25th day of July, 2006.

Notary Public

DEBORAH NAN KORMAN
Notary Public, State of New York
No. 02K05074908
Qualified in Nassau County
Commission Expires Mar. 24, 2007

My Commission Expires: _____

Exhibit "A" to Deed

Tract 1:

Being a parcel of land in the First Civil District of Nashville, Davidson County, Tennessee located on the southerly margin of Elm Hill Pike East of McGavock Pike and being more particularly described as follows:

Beginning at an iron pin in the southerly margin of Elm Hill Pike, said pin being the northwesterly corner of herein described tract and the northeasterly corner of BRE/TN Properties, L.L.C. of record in Instrument Number 200202060016629, R.O.D.C.;

Thence, with the southerly margin of Elm Hill Pike S 69 Degrees 46' 06" E, 109.51 feet to a point;

Thence, continuing with said margin and a curve to the north having a central angle of 11 degrees 08' 19", a radius of 1949.69 feet and a chord of S 75 degrees 20' 14" E, 378.43 feet for an arc length of 379.03 feet to a point;

Thence, leaving said margin with the west line of Studio Plus at Nashville Airport, Inc. of record in Deed Book 8829, Page 916, R.O.D.C., S 09 degrees 05' 35" W, 96.15 feet to an iron pin;

Thence, S 48 degrees 21' 59" E, 120.42 feet to a point;

Thence, S 31 degrees 06' 30" E, 372.42 feet to an iron pin;

Thence, with the west line of AVR, L.P. of record in Instrument Number 200209090108927, R.O.D.C., S 13 degrees 47' 58" W, 581.31 feet to an iron pin;

Thence, with the Century Capital Investors of record in Deed Book 9558, Page 887, R.O.D.C. the following calls:

S 88 Degrees 03' 04"W, 193.88 feet to an iron pin,

N 62 Degrees 14' 29" W, 214.71 feet to an iron pin,

N 30 degrees 57' 50" W, 174.93 feet to an iron pin,

N 20 degrees 13' 29" W, 202.48 feet to an iron pin,

N 18 degrees 26' 06" W, 189.74 feet to an iron pin,

N 41 degrees 59' 14" W, 269.07 feet to an iron pin,

N 03 degrees 48' 51" E, 150.33 feet to an iron pin,

N 32 degrees 00' 19" E, 94.34 feet to an iron pin,

N 60 degrees 56' 43" E, 102.96 feet to an iron pin,

N 20 degrees 13' 54" E, 105.08 feet to the point of beginning.

Tract 2:

An easement to maintain and repair a television antenna, satellite antenna dish portable building and fence, of record in Deed Book 6873, Page 799, R.O.D.C.

Beginning at a point in the easterly property line of Perimeter Place Associates Ltd. property, said point being S 13 degrees 47' 58" W, 265.88 feet from an iron pin marking the end of the third course from the point of beginning of said Perimeter Place Associates, Ltd. property along easterly boundary from Elm Hill Pike;

Thence, S 76 degrees 12' 02" E, 17.0 feet to a point;

Thence, S 13 degrees 47' 58" W, 60.0 feet to a point;

Thence, N 76 degrees 12' 02" W, 17.0 feet to a point in the easterly boundary of Perimeter Place Associates, Ltd. property;

Thence, with said boundary N 13 degrees 47' 58" E, 60.0 feet to the point of beginning.

Tracts 1 and 2 being the same property conveyed to Sheffield Heights Apartments, LLC by Quitclaim Deed from Sentinel Realty Partners II Limited Partnership, a Delaware limited partnership, formerly SRE Realty Partners III Limited Partnership, of record in Book 10297, page 950, Register's Office for Davidson County, Tennessee.

Exhibit "B" to Deed

1. Drainage easement of record in Book 4992, page 396, Register's Office for Davidson County, Tennessee (the "Register's Office").

2. Agreement for Dedication of Easement for Water Mains and Appurtenances of record in Book 5232, page 623 and Book 5505, page 951, in the Register's Office.

3. Sanitary Sewer and/or Storm Drainage Easement and any temporary construction easements of records in Book 7763, page 718, in the Register's Office.

4. Easement and Right of Entry Agreement by and between VSC Cable Inc. d/b/a Viacom Cable and SRE Realty Partners II, LP, d/b/a Sheffield Heights Apartments by Sentinel Real Estate Corp., as agent, of record in Book 9921, page 612, in the Register's Office.

5. Broadband Easement and Right of Entry Agreement by and between InterMedia Partners Southeast d/b/a InterMedia and Sheffield Heights Apartments, LLC d/b/a Sheffield Heights Apartments, of record in Instrument No. 20001012-0101573, in the Registrar's Office.