Prepared by:
Neal, Gerber & Eisenberg LLP
2 North LaSalle Street, Suite 2100
Chicago, Illinois 60602
Attention: John S. Santa Lucia

When Recorded, Mail to:
Greenberg Traurig, LLP
401 East Las Olas Boulevard, Suite 2000
Fort Lauderdale, Florida 33301
Attention: Jonathan Gelman

Davidson County DEEDWARR
Recvd: 08/16/07 13:23 8 pgs
Fees:43.00 Taxes:112480.00
20070816-0098052

SPECIAL WARRANTY DEED

For the consideration of the sum of Ten Dollars ($10.00) and other valuable considerations received, **EQR-ARBORS VISTAS, INC.**, an Illinois corporation ("Grantor"), with an office at c/o Equity Residential, Two North Riverside Plaza, Suite 400, Chicago, Illinois 60606, does hereby convey to **ARBORS OF BRENTWOOD APARTMENTS LLC**, a Delaware limited liability company ("Grantee"), with an office at c/o New Dawn Acquisition, LLC, 12505 Orange Drive, Suite 906, Davie, Florida 33330, all of Grantor's right, title and interest in and to the following described real property (the "Property"), situated in Davidson County, Tennessee, together with all improvements thereon and all of Grantor's interest in any rights and privileges solely appurtenant thereto:

> SEE EXHIBIT A ATTACHED HERETO AND BY THIS REFERENCE MADE A PART HEREOF.
>
> This is improved property, known as 100 Brentwood Place, Nashville, Tennessee 37211, being the same property conveyed to Grantor by Special Warranty Deed recorded in Book 9059, Page 505, and by Special Warranty Deed recorded in Book 9059, Page 509, in the Register's Office for Davidson County, Tennessee.

SUBJECT TO: the permitted exceptions set forth on Exhibit B attached hereto and by this reference made a part hereof.

AND GRANTOR hereby binds itself and its successors to warrant and defend the title against all of the acts of Grantor and no other, subject to the matters set forth above.

[Remainder of Page Intentionally Left Blank]

IN WITNESS WHEREOF, Grantor has caused this Special Warranty Deed to be executed this 9th day of August, 2007.

GRANTOR:

EQR-ARBORS VISTAS, INC., an Illinois corporation

By: _____
Michelle LaPelle
Name: _____
Its: Vice President

STATE OF ILLINOIS)
) ss.
COUNTY OF COOK)

Before me, the undersigned, a Notary Public of the state and county mentioned, personally appeared Michelle LaPelle, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged him/herself to be the Vice President of EQR-ARBORS VISTAS, INC., the within named bargainor, an Illinois corporation, and that s/he as such officer, being authorized to do so, executed the foregoing instrument for the purpose therein contained, by personally signing the name of EQR-ARBORS VISTAS, INC. as such officer of the bargainor.

Witness my hand and seal, at office in Chicago, Illinois, this 9th day of August, 2007.

_____
Name: Matthew Borkowski
Notary Public, State of Illinois

My Commission Expires:

12-6-10

[SEAL]

"OFFICIAL SEAL"
Matthew J. Borkowski
Notary Public, State of Illinois
My Commission Expires December 6, 2010

Address New Owner and Send Subsequent Tax Bills to:
Arbors of Brentwood Apartments LLC
c/o New Dawn Acquisition, LLC
12505 Orange Drive, Suite 906
Davie, Florida 33330
Tax Parcel Nos. 161-00-0-055 and 161-00-0-217

EXHIBIT A

LEGAL DESCRIPTION

(see attached)

EXHIBIT A

TRACT 1 - ARBORS OF BRENTWOOD I

LAND in Davidson County, Tennessee, being a tract of land, lying on the First Civil District of Davidson County, Tennessee, being Lot 1, on the plan of The Arbors of Brentwood, as shown on the plan of record in Book 6250, page 530, Register's Office for Davidson County, Tennessee, to which plan reference is hereby made for a more complete and acurate description of said lot and being more particularly described as follows:

BEGINNING at a point lying on the easterly margin of Edmondson Pike, said point being the most northwesterly corner of the herein described tract and the most southwesterly corner of the Ira T. Adams Property (Ashlawn Apts.) as of record in Deed Book 4671, page 729; thence leaving the easterly margin of Edmondson Pike, and with the southerly line of the said Ira T. Adams Property, South 79 degrees, 50 minutes, 27 seconds East, a distance of 532.08 feet to an existing iron pin, said point being the most southeasterly corner of the Ira T. Adams Property; thence with the easterly line of the Ira T. Adams Property, North 04 degrees 17 minutes, 35 seconds East a distance of 438.09 feet to an existing iron pin, said point being the most northeasterly corner of the said Ira T. Adams Property and lying on the southerly line of the James L. Rains Property, as of record in Deed Book 4298, page 142, Register's Office for Davidson County, Tennessee; thence with the southerly line of said James L. Rains Property, South 70 degrees 50 minutes 06 seconds East, a distance of 343.56 feet to a point; thence with the southerly line of the Villages of Brentwood Subdivision, as of record in Plat Book 5200, page 613, Register's Office for Davidson County, Tennessee, South 70 degrees, 23 minutes, 48 seconds, East a distance of 1,124.78 feet to an existing iron pin, said iron pin being the most southeasterly corner of Lot 3 on the said Villages of Brentwood plat and lying on the westerly margin of a dedicated road (unnamed); thence with the westerly margin of a proposed extension of said dedicated road, with a curve to the left, having a radius of 560.00 feet, a distance of 107.77 feet and a chord bearing of South 05 degrees, 33 minutes, 21 seconds West a chord distance of 107.61 feet to a point; thence continuing with the westerly margin of said proposed road South 0 degrees 02 minutes, 33 seconds West, a distance of 205.49 feet to a point, said point lying on the northerly line of the George T. Hicks Property as of record in Deed Book 5489, page 6, Register's Office for Davidson County, Tennessee; thence leaving the westerly margin of said proposed road, and with the northerly line of the said George T. Hicks Property;, South 89 degrees 57 minutes 27 seconds West, a distance of 114.57 feet to an existing hub and tack, said point being the most northwesterly corner of the said George T Hicks Property; thence with the northerly margin of Warren Avenue (unimproved), South 89 degrees 22 minutes, 42 seconds West, a distance of 666.13 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 88 degrees, 53 minutes 20 seconds West, a distance of 358.43 feet to a point; thence continuing with the northerly margin of said Warren Avenue, South 89 degrees, 39 minutes, 18 seconds West, a distance of 466.15 feet to an existing iron pipe, said point lying on the northerly margin of said Warren Avenue; thence leaving the northerly margin of said Warren Avenue and with the easterly line of the

Thelma G. Rucker Property, as of record in Deed Book 4854, page 964, Register's Office for Davidson County, Tennessee, North 02 degrees, 53 minutes, 42 seconds East a distance of 141.34 feet to an existing iron pin; thence with the northerly line of the said Thelma G. Rucker Property, North 88 degrees, 24 minutes, 19 seconds West, a distance of 339.89 feet to a point on the easterly margin of Edmondson Pike; thence with the easterly margin of Edmondson Pike North 01 degree, 21 minutes 15 seconds East, a distance of 326.12 feet to the point of beginning, containing 22.453 acres, more or less.

Being the same property conveyed to SCP Nashville Partners, L.P., a Delaware limited partnership by deed from Brentwood Associates, Ltd. of record in Book 8922, page 552, said Register's Office.

TRACT 2 - ARBORS OF BRENTWOOD II

LAND in Davidson County, Tennessee, being Lot No. 2, on the plan of Phase II, Arbors of Brentwood, as shown on plat of record in Plat Book 6250, Page 880, in the Register's Office of Davidson County, Tennessee, to which plat reference is hereby made for a more particular description, and being more particularly described as follows:

Beginning at a point on the Easterly margin of Edmonson Pike, said point being the southwesterly corner of the Crow Arbors of Brentwood Assoc. Property, as of record in Book 6435, Page 290 Register's Office Davidson County, Tennessee, and also being the most northwesterly point of the herein described tract; thence with the common line of the said Crow Arbors of Brentwood Assoc. Property and the herein described tract south 88°24'19" east a distance of 337.55 feet to a point; thence south 02°53'42" west a distance of 141.34 feet to a point on the northerly margin of the (unimproved) Warren Avenue, (now closed); thence with the northerly line of Warren Avenue (now closed) north 89°39'18" east a distance of 466.15 feet to a point; thence continuing north 88°53'20" east a distance of 358.43 feet to a point; thence continuing north 89°22'42" east a distance of 666.13 feet to a point on the westerly line of the George T. Hicks property, as of record in Book 5489, Page 6 Register's Office Davidson County, Tennessee, thence leaving the said northerly line of Warren Avenue, and with the westerly line of the George T. Hicks property, as of record in Book 5489, Page 6, Register's Office, Davidson County, Tennessee, south 02°29'58 east a distance of 50.03 feet to a point; thence south 00°57'28" west a distance of 453.34 feet to an existing iron pin; thence leaving the said George T. Hicks property, and with the northerly line of the Seretha R. Oldham property, as of record in Book 6055, Page 410 Register's Office Davidson County, Tennessee, and Book 6043, page 515 Register's Office, Davidson County, Tennessee, north 89°02'19" west a distance of 1221.57 feet to an existing iron pin; thence leaving the said Seretha R. Oldham Property, and with the common line of the Thelma R. Rucker property, as of record in Book 5241, Page 156, Register's Office Davidson County, Tennessee, and the herein described tract, north 00°54'57" west a distance of 135.03 feet to an existing iron pin; thence north 80°11'26" west a distance of 294.33 feet to an existing iron pin; thence north 85°36'28" west a distance of 312.44 feet to a point on the easterly margin of said Edmonson Pike; thence with the said easterly margin of

Edmonson Pike north 01°21'15" east a distance of 407.35 feet to the point of beginning, containing 18.75 more or less acres.

BEING the same property conveyed to SCP Nashville Partners, L.P. by deed from Arbors of Brentwood, Phase II Limited Partnership, of Record in Book 8922, page 556, said Register's Office.

EXHIBIT B

EXCEPTIONS TO THE DEED

1. Acts of Grantee, and those claiming by, through and under Grantee.

2. General and special taxes and assessments not yet delinquent.

3. Rights of tenants under leases, and those claiming by, through and under said tenants.

4. Zoning, building and other governmental and quasi-governmental laws, codes and regulations.

5. Any adverse claim to any portion of the Property which has been created by artificial means or has accreted to any such portion so created and riparian rights, if any.

6. Covenants, conditions, restrictions, and private or public utility easements of record together with easements or claims of easements not shown by the public records.

7. Encroachments, overlaps, boundary line disputes, or other matters which would be disclosed by an accurate survey or inspection of the Property.

State of Tennessee

County of Davidson

The actual consideration or value, whichever is higher, for this transaction is:

$30,400,000.00.

Affiant:

ARBORS OF BRENTWOOD APARTMENTS LLC, a Delaware limited liability company

By: _____

Name: Sheila Mead

Its: President

Subscribed and sworn to before me, this date:

KATHERINE BUKATA
Notary Public - State of Florida
My Commission Expires Jun 7, 2009
Commission # DD464899
Bonded By National Notary Assn.

_____
Notary Public

My Commission Expires: June 7, 2007