Davidson County DEEDWARR
Recvd: 01/09/08 13:00 5 pgs
Fees:28.00 Taxes:63381.00
20080109-0002736

SPECIAL WARRANTY DEED

GRANTOR: **BR APARTMENTS L.P., a Delaware limited partnership**

GRANTEE: **BRENTRIDGE TIC, LLC, a Delaware limited liability company**

This Instrument Prepared by:	**New Owner and Send Tax Bills:**	**Map Parcel No.:**
Brooks R. Smith, Esq. Boult Cummings PLC 1600 Division Street, Ste. 700 Nashville, TN 37203	Brentridge TIC, LLC Attn: Joe Candella Eliason, Inc. P.O Box 219 / 548 Hwy 155 St. Germain, WI 54558-0219	Tax Map 162 Parcels 65 & 180 Property Address: 1500 Brentridge Drive Antioch, TN

****

FOR AND IN CONSIDERATION of the sum of Ten and no/100 Dollars ($10.00), cash in hand paid by **BRENTRIDGE TIC, LLC**, GRANTEE, and other good and valuable consideration, the receipt of which is hereby acknowledged, **BR APARTMENTS L.P.**, 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 1500 Brentridge Drive, Antioch, Davidson County, Tennessee.

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.

Return To: H4878-15
Zonia N. Veal
First National Financial Title Services, Inc.
3237 Satellite Blvd, Bldg 300 Ste 450
Duluth, GA 30096

Witness my hand this 18th day of December, 2007.

GRANTOR: **BR APARTMENTS L.P., a Delaware limited partnership**

BR APARTMENTS L.P.

By: SAP IV Brentridge NF GP L.LC., its general partner

By: SAP IV Manager Inc., its manager

By: _____
Name: Richard A. Wilpon
Title: Senior Executive V.P.

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

Before me, Regina Ross, a Notary Public of said County and State, personally appeared Richard A. Wilpon, with whom I am personally acquainted (or proved to me on presentation of satisfactory evidence), and who, upon oath, acknowledged himself to be the Senior Executive V.P. of SAP IV Manager Inc., the manager of SAP IV Brentridge NF GP L.L.C., the general partner of BR Apartments L.P., the within named grantor, and that he as such Senior Executive V.P. executed the foregoing instrument for the purposes therein contained, by signing the name of Richard A. Wilpon.

Witness my hand and seal, at Office, this 18th day of December, 2007.

Regina Ross
Notary Public

My Commission Expires:

REGINA ROSS
NOTARY PUBLIC, State of New York
Registration # 01RO6052582
Qualified in Queens County
Commission Expires Dec. 26, 2010

The actual consideration or value, whichever is greater, for this transfer is: $17,130,000.

Affiant:

BRENTRIDGE TIC, LLC

By: _____
Name: Jay R. Grooters
Its: Authorized Signatory

Sworn to and subscribed before me this 19th day of December, 2007.

_____
Notary Public

CYNTHIA A. WAIER NOTARY PUBLIC STATE OF WISCONSIN

My Commission Expires:

11/15/2009

NY\50230678.2

EXHIBIT A

Legal Description

Land in Davidson County, Tennessee, being Lot No. 1, Phase I and Lot No. 1, Phase II on the Plan of Brentridge, as shown on plat of record in Plat Book 6250, page 576, in the Register s Office of Davidson County, Tennessee to which plat reference is hereby made for a more complete description.

Being the same property conveyed to BR Apartments L.P. by Special Warranty Deed recorded in Instrument No. 20050527-0060350, Davidson County, Tenessee Records.

EXHIBIT B

Exceptions

1. All taxes for the year 2008 and subsequent years, none now due and payable.

2. Any rights, interests or claims affecting the land which a correct survey would disclose and which are not shown by the public records.

3. Title to that portion of land lying within public right of way of Bell Road, conveyed for highway purposes or acquired in condemnation procedure not recorded in deed records of Davidson County, State of Tennessee.

4. Rights and interests of parties claiming under leases shown on the rent roll delivered by Grantor to Grantee as of even date herewith.

5. All matters appearing on Plat of survey recorded in Book 6250, page 576, aforesaid records.

6. Storm Water Detention Agreement by and between CDB Interest and The Metropolitan Government of Nashville and Davidson County, dated August 9, 1985, recorded August 14, 1985 in Book 6629, page 735, aforesaid records.

7. Easement granted to the State of Tennessee, dated August 14, 1990, recorded November 29, 1990, in Book 8245, page 675, aforesaid records.